

EXHIBIT C

DENTONS US LLP
Arthur H. Ruegger
Carole Neville
1221 Avenue of the Americas
New York, New York 10020
Tel: (212) 768-6700
Fax: (212) 768-6800
Email: arthur.ruegger@dentons.com

Attorneys for Defendant

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

SECURITIES INVESTOR PROTECTION
CORPORATION,

Plaintiff-Applicant,

v.

BERNARD L. MADOFF INVESTMENT
SECURITIES LLC,

Defendant.

In re:

BERNARD L. MADOFF,

Debtor.

IRVING H. PICARD, Trustee for the Liquidation of
Bernard L. Madoff Investment Securities LLC,

Plaintiff,

v.

JAMES GREIFF,

Defendant.

Adv. Pro. No. 08-01789 (SMB)

SIPA LIQUIDATION

(Substantively Consolidated)

Adv. Pro. No. 10-04357 (SMB)

**DECLARATION OF ARTHUR H. RUEGGER IN SUPPORT OF
DEFENDANT'S MOTION FOR WITHDRAWAL OF THE REFERENCE**

I, Arthur H. Ruegger, hereby declare under penalty of perjury pursuant to 28 U.S.C. § 1746, as follows:

1. I am a Senior Counsel at Dentons US LLP, counsel to defendant, James Greiff. I am a member of the bar of New York and I am admitted to practice in this Court.

2. I submit this declaration in support of Defendant's motion for withdrawal of the reference.

3. Attached hereto as **Exhibit A** is a true and correct copy the Complaint, dated November 12, 2010, commencing the above-captioned adversary proceeding (Bankr. S.D.N.Y. Adv. Proc. No. 10-04357-brl) [ECF No. 1] (the "Greiff Complaint" or the "Complaint").

4. Attached hereto as **Exhibit B** is, to the best of our information and belief, a true and correct copy of a letter dated January 1, 2001 from Bernard Madoff and Bernard L. Madoff Investment Securities LLC ("BLMIS" or the "LLC") to the Bank of New York, bates stamped MESTABL00005744.

5. Attached hereto as **Exhibit C** is, to the best of our information and belief, a true and correct copy of a letter dated January 1, 2001 from Bernard Madoff and the LLC to the National Securities Clearing Corporation, bates stamped MADTEE00544438.

6. Attached hereto as **Exhibit D** is, to the best of our information and belief, a true and correct copy of a letter dated January 1, 2001 from Bernard Madoff and the LLC to the Options Clearing Corporation, bates stamped MADTEE0000544725.

7. Attached hereto as **Exhibit E** is, to the best of our information and belief, a true and correct copy of a letter dated January 1, 2001 from Bernard Madoff and the LLC to the Depository Trust Company, bates stamped MESTABL00005745.

8. Attached hereto as **Exhibit F** is a true and correct copy of the Form BD filed with the Securities and Exchange Commission on or about January 12, 2001, on behalf of Bernard L. Madoff Investment Securities LLC.

9. Attached hereto as **Exhibit G** are true and correct copies of a sampling of monthly statements for account No. xxxxxxx1509 (the "509 Account") at JPMorgan Chase held in the name of Bernard L. Madoff Investment Securities, bates stamped beginning JPMTAA0000316.

10. Attached hereto as **Exhibit H** are true and correct copies of a sampling of monthly statements for account No. #xxxxxx1703 (the "703 Account") at JPMorgan Chase held in the name of Bernard L. Madoff or Bernard L. Madoff Investment Securities, bates stamped beginning MADWAA00139882.

11. Attached hereto as **Exhibit I** is a true and accurate copies of examples of the checks written on the 509 Account representing transfers to Defendant James Greiff, bates stamped MADWAA00259419, MADWAA00390962, MADWAA00052071, MADWAA00040325, MADWAA00248970.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on March 4, 2020


ARTHUR H. RUEGGER

EXHIBIT A

Adv. Pro. No. 10- (BRL)

3. This adversary proceeding is brought pursuant to sections 78fff(b), 78fff-1(a) and 78fff-2(c)(3) of SIPA, sections 105(a), 544, 548(a), 550(a) and 551 of title 11 of the United States Code (the “Bankruptcy Code”), the New York Fraudulent Conveyance Act (New York Debtor and Creditor Law § 270 *et seq.* (McKinney 2001) (“DCL”)) and other applicable law, for avoidance of fraudulent conveyances in connection with certain transfers of property by BLMIS to or for the benefit of Defendant. The Trustee seeks to set aside such transfers and preserve and recover the property for the benefit of BLMIS’ defrauded customers.

JURISDICTION AND VENUE

4. This is an adversary proceeding commenced before the same Court before whom the main underlying SIPA proceeding, No. 08-01789 (BRL) (the “SIPA Proceeding”), is pending. The SIPA Proceeding was originally brought in the United States District Court for the Southern District of New York as *Securities Exchange Commission v. Bernard L. Madoff Investment Securities LLC et al.*, No. 08 CV 10791 (the “District Court Proceeding”) and has been referred to this Court. This Court has jurisdiction over this adversary proceeding under 28 U.S.C. § 1334(b) and 15 U.S.C. §§ 78eee(b)(2)(A), (b)(4).

5. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A), (H) and (O).

6. Venue in this district is proper under 28 U.S.C. § 1409.

DEFENDANT

7. Upon information and belief, Defendant James Greiff maintains his residence in Alpharetta, Georgia. Defendant holds a BLMIS account in the name “James Greiff,” with the account address reported in Alpharetta, Georgia.

BACKGROUND, THE TRUSTEE AND STANDING

8. On December 11, 2008 (the “Filing Date”),² Madoff was arrested by federal agents for violation of the criminal securities laws, including, *inter alia*, securities fraud, investment adviser fraud, and mail and wire fraud. Contemporaneously, the Securities and Exchange Commission (“SEC”) filed a complaint in the District Court, which commenced the District Court Proceeding against Madoff and BLMIS. The District Court Proceeding remains pending in the District Court. The SEC complaint alleged that Madoff and BLMIS engaged in fraud through the investment advisor activities of BLMIS.

9. On December 12, 2008, The Honorable Louis L. Stanton of the District Court entered an order appointing Lee S. Richards, Esq. (the “Receiver”) as receiver for the assets of BLMIS.

10. On December 15, 2008, pursuant to section 78eee(a)(4)(A) of SIPA, the SEC consented to a combination of its own action with an application of the Securities Investor Protection Corporation (“SIPC”). Thereafter, pursuant to section 78eee(a)(4)(B) of SIPA, SIPC filed an application in the District Court alleging, *inter alia*, that BLMIS was not able to meet its obligations to securities customers as they came due and, accordingly, its customers needed the protections afforded by SIPA.

11. Also on December 15, 2008, Judge Stanton granted the SIPC application and entered an order pursuant to SIPA (the “Protective Decree”), which, in pertinent part:

a. appointed the Trustee for the liquidation of the business of BLMIS pursuant to section 78eee(b)(3) of SIPA;

² Section 78III(7)(B) of SIPA states that the filing date is “the date on which an application for a protective decree is filed under 78eee(a)(3),” except where the debtor is the subject of a proceeding pending before a United States court “in which a receiver, trustee, or liquidator for such debtor has been appointed and such proceeding was commenced before the date on which such application was filed, the term ‘filing date’ means the date on which such proceeding

b. appointed Baker & Hostetler LLP as counsel to the Trustee pursuant to section 78eee(b)(3) of SIPA; and

c. removed the case to this Court pursuant to section 78eee(b)(4) of SIPA.

By this Protective Decree, the Receiver was removed as Receiver for BLMIS.

12. By orders dated December 23, 2008 and February 4, 2009, respectively, the Bankruptcy Court approved the Trustee's bond and found that the Trustee was a disinterested person. Accordingly, the Trustee is duly qualified to serve and act on behalf of the estate of BLMIS.

13. At a Plea Hearing on March 12, 2009 in the case captioned *United States v. Madoff*, Case No. 09-CR-213(DC), Madoff pled guilty to an eleven-count criminal information filed against him by the United States Attorneys' Office for the Southern District of New York. At the Plea Hearing, Madoff admitted that he "operated a Ponzi scheme through the investment advisory side of [BLMIS]." Plea Allocution of Bernard L. Madoff at 23, *United States v. Madoff*, No. 09-CR-213 (DC) (S.D.N.Y. March 12, 2009) (Docket No. 50). Additionally, Madoff asserted "[a]s I engaged in my fraud, I knew what I was doing [was] wrong, indeed criminal." *Id.* Madoff was sentenced on June 29, 2009 to 150 years in prison.

14. On August 11, 2009, a former BLMIS employee, Frank DiPascali, pled guilty to participating in and conspiring to perpetuate the Ponzi scheme. At a Plea Hearing on August 11, 2009 in the case entitled *United States v. DiPascali*, Case No. 09-CR-764 (RJS), DiPascali pled guilty to a ten-count criminal information. Among other things, DiPascali admitted that the fictitious scheme had begun at BLMIS since at least the 1980s. Plea Allocution of Frank

was commenced." 15 U.S.C. § 78lll(7)(B). Thus, even though the application for a protective decree was filed on December 15, 2008, the Filing Date in this action is December 11, 2008.

DiPascali at 46, *United States v. DiPascali*, No. 09-CR-764 (RJS) (S.D.N.Y. Aug. 11, 2009) (Docket No. 11).

15. As the Trustee appointed under SIPA, the Trustee is charged with recovering and paying out customer property to BLMIS' customers, assessing claims, and liquidating any other assets of the firm for the benefit of the estate and its creditors. The Trustee is in the process of marshalling BLMIS' assets, and the liquidation of BLMIS' assets is well underway. However, such assets will not be sufficient to reimburse the customers of BLMIS for the billions of dollars that they invested with BLMIS over the years. Consequently, the Trustee must use his authority under SIPA and the Bankruptcy Code to pursue recovery from customers who received preferences and/or payouts of fictitious profits to the detriment of other defrauded customers whose money was consumed by the Ponzi scheme. Absent this or other recovery actions, the Trustee will be unable to satisfy the claims described in subparagraphs (A) through (D) of SIPA section 78fff-2(c)(1).

16. Pursuant to section 78fff-1(a), the Trustee has the general powers of a bankruptcy trustee in a case under the Bankruptcy Code in addition to the powers granted by SIPA pursuant to SIPA section 78fff(b). Chapters 1, 3, 5 and subchapters I and II of chapter 7 of the Bankruptcy Code apply to this proceeding to the extent consistent with SIPA.

17. Pursuant to sections 78fff(b) and 78fff(7)(B) of SIPA, the Filing Date is deemed to be the date of the filing of the petition within the meaning of section 548 of the Bankruptcy Code and the date of the commencement of the case within the meaning of section 544 of the Bankruptcy Code.

18. The Trustee has standing to bring these claims pursuant to section 78fff-1(a) of SIPA and the Bankruptcy Code, including sections 323(b) and 704(a)(1), because, among other reasons:

- a. Defendant received "Customer Property" as defined in 15 U.S.C. §78lll(4);
- b. BLMIS incurred losses as a result of the claims set forth herein;
- c. BLMIS' customers were injured as a result of the conduct detailed herein;
- d. SIPC has not reimbursed, and statutorily cannot fully reimburse, all customers for all of their losses;
- e. the Trustee will not be able to fully satisfy all claims;
- f. the Trustee, as bailee of customer property, can sue on behalf of the customer bailors;
- g. the Trustee is the assignee of claims paid, and to be paid, to customers of BLMIS who have filed claims in the liquidation proceeding (such claim-filing customers, collectively, "Accountholders"). As of the date hereof, the Trustee has received multiple express unconditional assignments of the applicable Accountholders' causes of action, which actions could have been asserted against Defendant. As assignee, the Trustee stands in the shoes of persons who have suffered injury in fact and a distinct and palpable loss for which the Trustee is entitled to reimbursement in the form of monetary damages. The Trustee brings this action on behalf of, among others, those defrauded customers of BLMIS who invested more money in BLMIS than they withdrew; and
- h. SIPC is the subrogee of claims paid, and to be paid, to customers of BLMIS who have filed claims in the liquidation proceeding. SIPC has expressly conferred upon

at which times they would purportedly be invested in U.S. issued securities and money market funds. The second part of the split-strike conversion strategy was the hedge of such purchases with option contracts. Madoff purported to purchase and sell S&P 100 Index option contracts that closely corresponded with the stocks in the basket, thereby controlling the downside risk of price changes in the basket of stocks.

22. Although clients of the IA Business received monthly or quarterly statements purportedly showing the securities that were held in – or had been traded through – their accounts, as well as the growth of and profit from those accounts over time, the trades reported on these statements were a complete fabrication. The security purchases and sales depicted in the account statements virtually never occurred and the profits reported were entirely fictitious. At his Plea Hearing, Madoff admitted that he never in fact purchased any of the securities he claimed to have purchased for customer accounts. *See* Plea Allocation of Bernard L. Madoff at 3, *United States v. Madoff*, No. 09-CR-213 (DC) (S.D.N.Y. March 12, 2009) (Docket No. 50). Indeed, based on the Trustee's investigation to date and with the exception of isolated individual trades for certain clients other than Defendant, there is no record of BLMIS having cleared any purchase or sale of securities on behalf of the IA Business at the Depository Trust & Clearing Corporation, the clearing house for such transactions.

23. Prior to his arrest, Madoff assured clients and regulators that he conducted all trades on the over-the-counter market after hours. To bolster that lie, Madoff periodically wired tens of millions of dollars to BLMIS' affiliate, Madoff Securities International Ltd. ("MSIL"), a London based entity substantially owned by Madoff and his family. There are no records that MSIL ever used the wired funds to purchase securities for the accounts of the IA Business clients.

24. Additionally, based on the Trustee's investigation to date, there is no evidence that BLMIS ever purchased or sold any of the options that Madoff claimed on customer statements to have purchased and sold.

25. For all periods relevant hereto, the IA Business was operated as a Ponzi scheme and Madoff and his co-conspirators concealed the ongoing fraud in an effort to hinder, delay or defraud other current and prospective customers of BLMIS. The money received from investors was not set aside to buy securities as purported, but instead was primarily used to make the distributions to – or payments on behalf of – other investors. The money sent to BLMIS for investment, in short, was simply used to keep the scheme going and to enrich Madoff, his associates and others, including Defendant, until such time as the requests for redemptions in December 2008 overwhelmed the flow of new investments and caused the inevitable collapse of the Ponzi scheme.

26. The payments to investors constituted an intentional misrepresentation of fact regarding the underlying accounts and were an integral and essential part of the fraud. The payments were necessary to validate the false account statements and were made to avoid detection of the fraud, to retain existing investors, and to lure other investors into the Ponzi scheme.

27. During the scheme, certain investors requested and received distributions of the so-called "profits" listed for their accounts, which were nothing more than fictitious profits. Other investors, from time to time, redeemed or closed their accounts, or removed portions of purportedly available funds, and were paid consistently with the statements they had been receiving. Some of those investors later re-invested part or all of those withdrawn payments with BLMIS.

28. When payments were made to or on behalf of these investors, including Defendant, the falsified monthly statements of accounts reported that the accounts of such investors included substantial gains. In reality, BLMIS had not invested the investors' principal as reflected in customer statements. In an attempt to conceal the ongoing fraud and thereby hinder, delay or defraud other current and prospective investors, BLMIS paid to or on behalf of certain investors the inflated amounts reflected in the falsified financial statements, including principal and/or fictitious profits.

29. BLMIS used the funds deposited from new investments to continue operations and pay redemption proceeds to or on behalf of other investors and to make other transfers. Due to the siphoning and diversion of new investments to fund redemptions requested by other investors, BLMIS did not have the funds to pay investors on account of their new investments. BLMIS was able to stay afloat only by using the principal invested by some clients to pay other investors or their designees.

30. In an effort to hinder, delay or defraud authorities from detecting the fraud, BLMIS did not register as an Investment Advisor until September 2006.

31. In or about January 2008, BLMIS filed with the SEC a Uniform Application for Investment Adviser Registration. The application represented, *inter alia*, that BLMIS had 23 customer accounts and assets under management of approximately \$17.1 billion. In fact, in January 2008, BLMIS had approximately 4,900 active client accounts with a purported value of approximately \$65 billion under management.

32. Not only did Madoff seek to evade regulators, Madoff also had false audit reports “prepared” by Friehling & Horowitz, a three-person accounting firm in Rockland County, New

earned in the Account, but, in reality, they were other people's money. The Transfers were made to or for the benefit of Defendant and are set forth in Columns 10 and 11 on Exhibit B annexed hereto.

37. The Transfers that are avoidable and recoverable under sections 544(b), 550(a)(1) and 551 of the Bankruptcy Code, applicable provisions of SIPA, particularly SIPA section 78fff-2(c)(3), and applicable provisions of N.Y. CPLR 203(g) (McKinney 2001) and DCL sections 273 – 279 (McKinney 2001) total approximately \$2,803,787 and are referred to hereafter as the “Six Year Transfers.” *See* Exhibit B, Column 11. The Transfers that are avoidable and recoverable under sections 548(a), 550(a)(1) and 551 of the Bankruptcy Code and applicable provisions of SIPA, particularly SIPA section 78fff-2(c)(3) total approximately \$2,595,940 and are referred to hereafter as the “Two Year Transfers.” *See* Exhibit B, Column 10.

38. The Trustee’s investigation is ongoing and the Trustee reserves the right to (i) supplement the information regarding the Transfers and any additional transfers and (ii) seek recovery of such additional transfers.

39. To the extent that any of the avoidance and/or recovery counts may be inconsistent with each other, they are to be treated as being pled in the alternative.

CUSTOMER CLAIM

40. On or about January 17, 2009, Defendant filed a customer claim with the Trustee which the Trustee has designated as Claim # 000626 (the “Customer Claim”).

41. On or about August 28, 2009, the Trustee issued a Notice of Trustee's Determination of Claim to Defendant (the “Determination”) with respect to the Customer Claim. A copy of the Determination is attached hereto as Exhibit C.³

³ In October 2009, the Trustee adjusted the methodology used for analysis of certain account transactions, specifically deposits that were cancelled. As a result, there may be slight variations in the way certain transactions

42. Defendant did not file an objection to the Determination with the Court.

43. On December 23, 2008, this Court entered an Order on Application for Entry of an Order Approving Form and Manner of Publication and Mailing of Notices, Specifying Procedures for Filing, Determination and Adjudication of Claims, and Providing Other Relief (“Claims Procedures Order”; Docket No. 12). The Claims Procedures Order includes a process for determination and allowance of claims under which the Trustee has been operating. The Trustee intends to resolve the Customer Claims and any related objection to the Trustee’s determination of such claims through a separate hearing as contemplated by the Claims Procedures Order.

COUNT ONE
FRAUDULENT TRANSFER – 11 U.S.C. §§ 548(a)(1)(A), 550(a) AND 551

44. To the extent applicable, the Trustee incorporates by reference the allegations contained in the previous paragraphs of this Complaint as if fully rewritten herein.

45. Each of the Two Year Transfers was made on or within two years before the Filing Date.

46. Each of the Two Year Transfers constituted a transfer of an interest of BLMIS in property within the meaning of section 101(54) of the Bankruptcy Code and pursuant to section 78fff-2(c)(3) of SIPA.

47. Each of the Two Year Transfers was made by BLMIS with the actual intent to hinder, delay, or defraud some or all of BLMIS’ then existing and/or future creditors.

48. Each of the Two Year Transfers constitutes a fraudulent transfer avoidable by the Trustee pursuant to section 548(a)(1)(A) of the Bankruptcy Code and recoverable from Defendant pursuant to section 550(a) of the Bankruptcy Code and section 78fff-2(c)(3) of SIPA.

are displayed in Exhibit B as compared to Table 1 attached to Exhibit C. The net cash balance of the account is not

49. As a result of the foregoing, pursuant to sections 548(a)(1)(A), 550(a), and 551 of the Bankruptcy Code and section 78fff-2(c)(3) of SIPA, the Trustee is entitled to a judgment against Defendant: (a) avoiding and preserving the Two Year Transfers, (b) directing that the Two Year Transfers be set aside, and (c) recovering the Two Year Transfers, or the value thereof, from Defendant for the benefit of the estate of BLMIS.

COUNT TWO
FRAUDULENT TRANSFER – 11 U.S.C. §§ 548(a)(1)(B), 550(a) AND 551

50. To the extent applicable, the Trustee incorporates by reference the allegations contained in the previous paragraphs of this Complaint as if fully rewritten herein.

51. Each of the Two Year Transfers was made on or within two years before the Filing Date.

52. Each of the Two Year Transfers constituted a transfer of an interest of BLMIS in property within the meaning of section 101(54) of the Bankruptcy Code and pursuant to section 78fff-2(c)(3) of SIPA.

53. BLMIS received less than reasonably equivalent value in exchange for each of the Two Year Transfers.

54. At the time of each of the Two Year Transfers, BLMIS was insolvent, or became insolvent as a result of the Two Year Transfers.

55. At the time of each of the Two Year Transfers, BLMIS was engaged in a business or a transaction, or was about to engage in a business or transaction, for which any property remaining with BLMIS was an unreasonably small capital.

affected by this adjustment.

56. At the time BLMIS made each of the Two Year Transfers, BLMIS had incurred, was intending to incur, or believed that it would incur debts beyond its ability to pay them as the debts matured.

57. Each of the Two Year Transfers constitutes a fraudulent transfer avoidable by the Trustee pursuant to section 548(a)(1)(B) of the Bankruptcy Code and recoverable from Defendant pursuant to section 550(a) of the Bankruptcy Code and section 78fff-2(c)(3) of SIPA.

58. As a result of the foregoing, pursuant to sections 548(a)(1)(B), 550(a), and 551 of the Bankruptcy Code and section 78fff-2(c)(3) of SIPA, the Trustee is entitled to a judgment against Defendant: (a) avoiding and preserving the Two Year Transfers, (b) directing that the Two Year Transfers be set aside, and (c) recovering the Two Year Transfers, or the value thereof, from Defendant for the benefit of the estate of BLMIS.

COUNT THREE
FRAUDULENT TRANSFER – NEW YORK DEBTOR AND CREDITOR LAW §§ 276,
278 AND/OR 279, AND 11 U.S.C. §§ 544(b), 550(a) AND 551

59. To the extent applicable, the Trustee incorporates by reference the allegations contained in the previous paragraphs of this Complaint as if fully rewritten herein.

60. At all times relevant to the Six Year Transfers, there have been and are one or more creditors who have held and still hold matured or unmatured unsecured claims against BLMIS that were and are allowable under section 502 of the Bankruptcy Code or that were and are not allowable only under section 502(e) of the Bankruptcy Code.

61. Each of the Six Year Transfers constituted a conveyance by BLMIS as defined under DCL section 270.

62. Each of the Six Year Transfers was made by BLMIS with the actual intent to hinder, delay, or defraud the creditors of BLMIS. BLMIS made each of the Six Year Transfers to or for the benefit of Defendant in furtherance of a fraudulent investment scheme.

63. As a result of the foregoing, pursuant to DCL sections 276, 278 and/or 279, sections 544(b), 550(a) and 551 of the Bankruptcy Code, and section 78fff-2(c)(3) of SIPA, the Trustee is entitled to a judgment against Defendant: (a) avoiding and preserving the Six Year Transfers, (b) directing that the Six Year Transfers be set aside, and (c) recovering the Six Year Transfers, or the value thereof, from Defendant for the benefit of the estate of BLMIS.

COUNT FOUR
FRAUDULENT TRANSFER – NEW YORK DEBTOR AND CREDITOR LAW §§ 273
AND 278 AND/OR 279, AND 11 U.S.C. §§ 544(b), 550(a) AND 551

64. To the extent applicable, the Trustee incorporates by reference the allegations contained in the previous paragraphs of the Complaint as if fully rewritten herein.

65. At all times relevant to the Six Year Transfers, there have been and are one or more creditors who have held and still hold matured or unmatured unsecured claims against BLMIS that were and are allowable under section 502 of the Bankruptcy Code or that were and are not allowable only under section 502(e) of the Bankruptcy Code.

66. Each of the Six Year Transfers constituted a conveyance by BLMIS as defined under DCL section 270.

67. BLMIS did not receive fair consideration for any of the Six Year Transfers.

68. BLMIS was insolvent, or became insolvent as a result of the Six Year Transfers.

69. As a result of the foregoing, pursuant to DCL sections 273, 278 and/or 279, sections 544(b), 550(a) and 551 of the Bankruptcy Code, and section 78fff-2(c)(3) of SIPA, the Trustee is entitled to a judgment against Defendant: (a) avoiding and preserving the Six Year Transfers, (b) directing that the Six Year Transfers be set aside, and (c) recovering the Six Year Transfers, or the value thereof, from Defendant for the benefit of the estate of BLMIS.

COUNT FIVE
FRAUDULENT TRANSFER – NEW YORK DEBTOR AND CREDITOR LAW §§ 274,
278 AND/OR 279, AND 11 U.S.C. §§ 544(b), 550(a), AND 551

70. To the extent applicable, the Trustee incorporates by reference the allegations contained in the previous paragraphs of the Complaint as if fully rewritten herein.

71. At all times relevant to the Six Year Transfers, there have been and are one or more creditors who have held and still hold matured or unmatured unsecured claims against BLMIS that were and are allowable under section 502 of the Bankruptcy Code or that were and are not allowable only under section 502(e) of the Bankruptcy Code.

72. Each of the Six Year Transfers constituted a conveyance by BLMIS as defined under DCL section 270.

73. BLMIS did not receive fair consideration for any of the Six Year Transfers.

74. At the time BLMIS made each of the Six Year Transfers, BLMIS was engaged or was about to engage in a business or transaction for which the property remaining in its hands after each of the Six Year Transfers was an unreasonably small capital.

75. As a result of the foregoing, pursuant to DCL sections 274, 278 and/or 279, sections 544(b), 550(a) and 551 of the Bankruptcy Code, and section 78fff-2(c)(3) of SIPA, the Trustee is entitled to a judgment against Defendant: (a) avoiding and preserving the Six Year Transfers, (b) directing that the Six Year Transfers be set aside, and (c) recovering the Six Year Transfers, or the value thereof, from Defendant for the benefit of the estate of BLMIS.

COUNT SIX
FRAUDULENT TRANSFER – NEW YORK DEBTOR AND CREDITOR LAW §§ 275,
278 AND/OR 279, AND 11 U.S.C. §§ 544(b), 550(a), AND 551

76. To the extent applicable, the Trustee incorporates by reference the allegations contained in the previous paragraphs of the Complaint as if fully rewritten herein.

77. At all times relevant to the Six Year Transfers, there have been and are one or more creditors who have held and still hold matured or unmatured unsecured claims against BLMIS that were and are allowable under section 502 of the Bankruptcy Code or that were and are not allowable only under section 502(e) of the Bankruptcy Code.

78. Each of the Six Year Transfers constituted a conveyance by BLMIS as defined under DCL section 270.

79. BLMIS did not receive fair consideration for any of the Six Year Transfers.

80. At the time BLMIS made each of the Six Year Transfers, BLMIS had incurred, was intending to incur, or believed that it would incur debts beyond its ability to pay them as the debts matured.

81. As a result of the foregoing, pursuant to DCL sections 275, 278 and/or 279 and sections 544(b), 550(a) and 551 of the Bankruptcy Code, and section 78fff-2(c)(3) of SIPA, the Trustee is entitled to a judgment against Defendant: (a) avoiding and preserving the Six Year Transfers, (b) directing that the Six Year Transfers be set aside, and (c) recovering the Six Year Transfers, or the value thereof, from Defendant for the benefit of the estate of BLMIS.

WHEREFORE, the Trustee respectfully requests that this Court enter judgment in favor of the Trustee and against Defendant as follows:

i. On the First Claim for Relief, pursuant to sections 548(a)(1)(A), 550(a) and 551 of the Bankruptcy Code, and section 78fff-2(c)(3) of SIPA: (a) avoiding and preserving the Two Year Transfers, (b) directing that the Two Year Transfers be set aside, and (c) recovering the Two Year Transfers, or the value thereof, from Defendant for the benefit of the estate of BLMIS;

ii. On the Second Claim for Relief, pursuant to sections 548(a)(1)(B), 550(a) and 551 of the Bankruptcy Code, and section 78fff-2(c)(3) of SIPA: (a) avoiding and preserving the

Two Year Transfers, (b) directing that the Two Year Transfers be set aside, and (c) recovering the Two Year Transfers, or the value thereof, from Defendant for the benefit of the estate of BLMIS;

iii. On the Third Claim for Relief, pursuant to DCL sections 276, 278 and/or 279, sections 544(b), 550(a) and 551 of the Bankruptcy Code, and section 78fff-2(c)(3) of SIPA: (a) avoiding and preserving the Six Year Transfers, (b) directing that the Six Year Transfers be set aside, and (c) recovering the Six Year Transfers, or the value thereof, from Defendant for the benefit of the estate of BLMIS;

iv. On the Fourth Claim for Relief, pursuant to DCL sections 273, 278 and/or 279, sections 544(b), 550(a) and 551 of the Bankruptcy Code, and section 78fff-2(c)(3) of SIPA: (a) avoiding and preserving the Six Year Transfers, (b) directing that the Six Year Transfers be set aside, and (c) recovering the Six Year Transfers, or the value thereof, from Defendant for the benefit of the estate of BLMIS;

v. On the Fifth Claim for Relief, pursuant to DCL sections 274, 278 and/or 279, sections 544(b), 550(a), and 551 of the Bankruptcy Code, and section 78fff-2(c)(3) of SIPA: (a) avoiding and preserving the Six Year Transfers, (b) directing the Six Year Transfers be set aside, and (c) recovering the Six Year Transfers, or the value thereof, from Defendant for the benefit of the estate of BLMIS;

vi. On the Sixth Claim for Relief, pursuant to DCL sections 275, 278 and/or 279, sections 544(b), 550(a) and 551 of the Bankruptcy Code, and section 78fff-2(c)(3) of SIPA: (a) avoiding and preserving the Six Year Transfers, (b) directing that the Six Year Transfers be set aside, and (c) recovering the Six Year Transfers, or the value thereof, from Defendant for the benefit of the estate of BLMIS;

vii. On all Claims for Relief, pursuant to federal common law and N.Y. CPLR 5001 and 5004, awarding the Trustee prejudgment interest from the date on which the Transfers were received;

viii. On all Claims for Relief, establishment of a constructive trust over the proceeds of the Transfers in favor of the Trustee for the benefit of BLMIS' estate;

ix. On all Claims for Relief, assignment of Defendant's income tax refunds from the United States, state, and local governments paid on fictitious profits during the course of the scheme;

x. On all Claims for Relief, awarding the Trustee all applicable interest, costs, and disbursements of this action; and

xi. On all Claims for Relief, granting Plaintiff such other, further, and different relief as the Court deems just, proper and equitable.

Date: November 12, 2010
New York, New York

Of Counsel:

BAKER & HOSTETLER LLP

303 East 17th Avenue, Suite 1100
Denver, Colorado 80203-1264
Telephone: (303) 861-0600
Facsimile: (303) 861-7805
Laurin D. Quiat
Email: lquiatt@bakerlaw.com
Paul S. Enockson
Email: penockson@bakerlaw.com
Karin S. Jenson
Email: kjenson@bakerlaw.com

By: /s/ Marc E. Hirschfield
/s/ Richard J. Bernard
/s/ Geraldine E. Ponto
/s/ Marc Skapof

BAKER & HOSTETLER LLP

45 Rockefeller Plaza
New York, New York 10111
Telephone: (212) 589-4200
Facsimile: (212) 589-4201
David J. Sheehan
Email: dsheehan@bakerlaw.com
Marc E. Hirschfield
Email: mhirschfield@bakerlaw.com
Richard J. Bernard
Email: rbernard@bakerlaw.com
Geraldine E. Ponto
Email: gponto@bakerlaw.com
Marc Skapof
Email: mskapof@bakerlaw.com

*Attorneys for Irving H. Picard, Trustee for the
Substantively Consolidated SIPA Liquidation
of Bernard L. Madoff Investment Securities
LLC and Bernard L. Madoff*

JAMES GREIFF

Column 1	Column 2	Column 3	Column 4	Column 5	Column 6	Column 7	Column 8	Column 9	Column 10
Date	Transaction Description	Transaction Amount Reported in Customer Statement	Cash Deposits	Cash Withdrawals	Transfers of Principal In	Transfers of Principal Out	Balance of Principal	90-Day Preferential Transfers	2-Year Fraudulent Transfers
7/8/1997	CHECK WIRE	5,000,000	5,000,000	-	-	-	5,000,000	-	-
10/22/1997	CHECK	(187,602)	-	(187,602)	-	-	4,812,398	-	-
1/13/1998	CHECK	(188,120)	-	(188,120)	-	-	4,624,278	-	-
4/8/1998	CHECK	(263,200)	-	(263,200)	-	-	4,361,078	-	-
7/9/1998	CHECK	(266,227)	-	(266,227)	-	-	4,094,851	-	-
7/14/1998	CHECK WIRE	2,000,000	2,000,000	-	-	-	6,094,851	-	-
10/9/1998	CHECK	(176,528)	-	(176,528)	-	-	5,918,323	-	-
1/13/1999	CHECK	(361,088)	-	(361,088)	-	-	5,557,235	-	-
4/13/1999	CHECK	(376,578)	-	(376,578)	-	-	5,180,657	-	-
7/8/1999	CHECK	(516,251)	-	(516,251)	-	-	4,664,406	-	-
10/8/1999	CHECK	(238,447)	-	(238,447)	-	-	4,425,959	-	-
1/6/2000	CHECK	(286,171)	-	(286,171)	-	-	4,139,788	-	-
4/7/2000	CHECK	(404,301)	-	(404,301)	-	-	3,735,487	-	-
7/7/2000	CHECK	(184,975)	-	(184,975)	-	-	3,550,512	-	-
10/11/2000	CHECK	(161,597)	-	(161,597)	-	-	3,388,916	-	-
1/10/2001	CHECK	(143,305)	-	(143,305)	-	-	3,245,610	-	-
4/6/2001	CHECK	(291,493)	-	(291,493)	-	-	2,954,117	-	-
5/15/2001	CHECK WIRE	5,000,000	5,000,000	-	-	-	7,954,117	-	-
7/9/2001	CHECK	(280,374)	-	(280,374)	-	-	7,673,744	-	-
10/9/2001	CHECK	(328,388)	-	(328,388)	-	-	7,345,356	-	-
1/11/2002	CHECK	(431,164)	-	(431,164)	-	-	6,914,192	-	-
4/10/2002	CHECK	(190,501)	-	(190,501)	-	-	6,723,691	-	-
7/8/2002	CHECK	(537,161)	-	(537,161)	-	-	6,186,530	-	-
10/7/2002	CHECK	(530,179)	-	(530,179)	-	-	5,656,351	-	-
1/10/2003	CHECK	(148,211)	-	(148,211)	-	-	5,508,140	-	-
4/9/2003	CHECK	(278,268)	-	(278,268)	-	-	5,229,872	-	-
7/8/2003	CHECK	(345,627)	-	(345,627)	-	-	4,884,245	-	-
10/9/2003	CHECK	(431,183)	-	(431,183)	-	-	4,453,061	-	-
1/8/2004	CHECK	(175,919)	-	(175,919)	-	-	4,277,142	-	-
4/8/2004	CHECK	(260,887)	-	(260,887)	-	-	4,016,255	-	-
6/15/2004	CHECK WIRE	1,000,000	1,000,000	-	-	-	5,016,255	-	-
7/7/2004	CHECK	(398,707)	-	(398,707)	-	-	4,617,548	-	-
10/7/2004	CHECK	(358,305)	-	(358,305)	-	-	4,259,242	-	-
1/7/2005	CHECK	(270,416)	-	(270,416)	-	-	3,988,826	-	-
1/20/2005	STOP PAYMENT	270,416	-	270,416	-	-	4,259,242	-	-
1/21/2005	CHECK	(270,416)	-	(270,416)	-	-	3,988,826	-	-
4/7/2005	CHECK	(280,862)	-	(280,862)	-	-	3,707,965	-	-
7/7/2005	CHECK	(293,355)	-	(293,355)	-	-	3,414,610	-	-
10/7/2005	CHECK	(267,335)	-	(267,335)	-	-	3,147,275	-	-
12/9/2005	CHECK WIRE	350,000	350,000	-	-	-	3,497,275	-	-
12/19/2005	CHECK	(50,000)	-	(50,000)	-	-	3,447,275	-	-
1/9/2006	CHECK	(426,888)	-	(426,888)	-	-	3,020,387	-	-
3/29/2006	CHECK WIRE	(2,000,000)	-	(2,000,000)	-	-	1,020,387	-	-
4/7/2006	CHECK	(343,018)	-	(343,018)	-	-	677,369	-	-
7/10/2006	CHECK	(320,726)	-	(320,726)	-	-	356,642	-	-
10/6/2006	CHECK	(564,489)	-	(564,489)	-	-	(207,847)	-	-
1/8/2007	CHECK	(301,315)	-	(301,315)	-	-	(509,161)	-	-

000097-smb Doc 1 Filed 03/10/20 Entered 03/10/20 11:18:40 Exhibit A
Pg 26 of 99

Column 1	Column 2	Column 3	Column 4	Column 5	Column 6	Column 7	Column 8	Column 9	Column 10	Column 11
Date	Transaction Description	Transaction Amount Reported in Customer Statement	Cash Deposits	Cash Withdrawals	Transfers of Principal In	Transfers of Principal Out	Balance of Principal	90-Day Preferential Transfers	2-Year Fraudulent Transfers	Contra
4/4/2007	CHECK	(262,018)	-	(262,018)	-	-	(771,179)	-	(262,018)	-
7/6/2007	CHECK	(342,260)	-	(342,260)	-	-	(1,113,439)	-	(342,260)	-
10/4/2007	CHECK	(363,153)	-	(363,153)	-	-	(1,476,592)	-	(363,153)	-
1/8/2008	CHECK	(284,333)	-	(284,333)	-	-	(1,760,924)	-	(284,333)	-
4/7/2008	CHECK	(139,965)	-	(139,965)	-	-	(1,900,889)	-	(139,965)	-
4/30/2008	CHECK	(100,000)	-	(100,000)	-	-	(2,000,889)	-	(100,000)	-
7/7/2008	CHECK	(629,987)	-	(629,987)	-	-	(2,630,876)	-	(629,987)	-
10/6/2008	CHECK	(172,911)	-	(172,911)	-	-	(2,803,787)	-	(172,911)	-
Total:			\$ 13,350,000	\$ (16,153,787)	\$ -	\$ -	\$ (2,803,787)	\$ -	\$ (2,595,940)	\$ -

BERNARD L. MADOFF INVESTMENT SECURITIES LLC

In Liquidation

DECEMBER 11, 2008

NOTICE OF TRUSTEE'S DETERMINATION OF CLAIM

August 28, 2009

James Greiff
REDACTED
Alpharetta, GA 30004

Dear Mr. Greiff:

PLEASE READ THIS NOTICE CAREFULLY.

The liquidation of the business of BERNARD L. MADOFF INVESTMENT SECURITIES LLC ("BLMIS") is being conducted by Irving H. Picard, Trustee under the Securities Investor Protection Act, 15 U.S.C. § 78aaa et seq. ("SIPA"), pursuant to an order entered on December 15, 2008 by the United States District Court for the Southern District of New York.

The Trustee has made the following determination regarding your claim on BLMIS Account No. 1ZB324 designated as Claim Number 626:

Your claim for securities is **DENIED**. No securities were ever purchased for your account.

Further, based on the Trustee's analysis, the amount of money you withdrew from your account at BLMIS (total of \$16,424,202.84), as more fully set forth in Table 1 annexed hereto and made a part hereof, is greater than the amount that was deposited with BLMIS for the purchase of securities (total of \$13,620,415.96). As noted, no securities were ever purchased by BLMIS for your account. Any and all profits reported to you by BLMIS on account statements were fictitious.

¹ Section 7811(7)(B) of SIPA states that the filing date is "the date on which an application for a protective decree is filed under 78eee(a)(3)," except where the debtor is the subject of a proceeding pending before a United States court "in which a receiver, trustee, or liquidator for such debtor has been appointed and such proceeding was commenced before the date on which such application was filed, the term 'filing date' means the date on which such proceeding was commenced." Section 7811(7)(B). Thus, even though the Application for a protective decree was filed on December 15, 2008, the Filing Date in this action is on December 11, 2008.

Since there were no profits to use either to purchase securities or to pay you any money beyond the amount that was deposited into your BLMIS account, the amount of money you received in excess of the deposits in your account (\$2,803,786.88) was taken from other customers and given to you. Accordingly, because you have withdrawn more than was deposited into your account, you do not have a positive "net equity" in your account and you are not entitled to an allowed claim in the BLMIS liquidation proceeding. Therefore, your claim is **DENIED** in its entirety.

Should a final and unappealable court order determine that the Trustee is incorrect in his interpretation of "net equity" and its corresponding application to the determination of customer claims, the Trustee will be bound by that order and will apply it retroactively to all previously determined customer claims in accordance with the Court's order. Nothing in this Notice of Trustee's Determination of Claim shall be construed as a waiver of any rights or claims held by you in having your customer claim re-determined in accordance with any such Court order.

Nothing in this Notice of Trustee's Determination of Claim shall be construed as a waiver of any rights or claims held by the Trustee against you.

PLEASE TAKE NOTICE: If you disagree with this determination and desire a hearing before Bankruptcy Judge Burton R. Lifland, you **MUST** file your written opposition, setting forth the grounds for your disagreement, referencing Bankruptcy Case No. 08-1789 (BRL) and attaching copies of any documents in support of your position, with the United States Bankruptcy Court **and** the Trustee within **THIRTY DAYS** after August 28, 2009, the date on which the Trustee mailed this notice.

PLEASE TAKE FURTHER NOTICE: If you do not properly and timely file a written opposition, the Trustee's determination with respect to your claim will be deemed confirmed by the Court and binding on you.

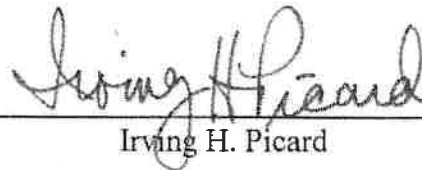
PLEASE TAKE FURTHER NOTICE: If you properly and timely file a written opposition, a hearing date for this controversy will be obtained by the Trustee and you will be notified of that hearing date. Your failure to appear personally or through counsel at such hearing will result in the Trustee's determination with respect to your claim being confirmed by the Court and binding on you.

PLEASE TAKE FURTHER NOTICE: You must mail your opposition, if any, in accordance with the above procedure, to each of the following addresses:

Clerk of the United States Bankruptcy Court for
the Southern District of New York
One Bowling Green
New York, New York 10004

and

Irving H. Picard, Trustee
c/o Baker & Hostetler LLP
45 Rockefeller Plaza
New York, New York 10011


Irving H. Picard

Trustee for the Liquidation of the Business of
Bernard L. Madoff Investment Securities LLC

Table 1		
DEPOSITS		
DATE	TRANSACTION DESCRIPTION	AMOUNT
7/8/1997	CHECK WIRE	\$5,000,000.00
7/14/1998	CHECK WIRE	\$2,000,000.00
5/15/2001	CHECK WIRE	\$5,000,000.00
6/15/2004	CHECK WIRE	\$1,000,000.00
1/20/2005	STOP PAYMENT	\$270,415.96
12/9/2005	CHECK WIRE	\$350,000.00
Total Deposits:		\$13,620,415.96
WITHDRAWALS		
DATE	TRANSACTION DESCRIPTION	AMOUNT
10/22/1997	CHECK	(\$187,601.90)
1/13/1998	CHECK	(\$188,119.84)
4/8/1998	CHECK	(\$263,200.44)
7/9/1998	CHECK	(\$266,226.53)
10/9/1998	CHECK	(\$176,528.00)
1/13/1999	CHECK	(\$361,088.36)
4/13/1999	CHECK	(\$376,577.93)
7/8/1999	CHECK	(\$516,250.64)
10/8/1999	CHECK	(\$238,447.30)
1/6/2000	CHECK	(\$286,170.89)
4/7/2000	CHECK	(\$404,300.86)
7/7/2000	CHECK	(\$184,974.90)
10/11/2000	CHECK	(\$161,596.61)
1/10/2001	CHECK	(\$143,305.40)
4/6/2001	CHECK	(\$291,493.06)
7/9/2001	CHECK	(\$280,373.70)
10/9/2001	CHECK	(\$328,387.95)
1/11/2002	CHECK	(\$431,163.66)
4/10/2002	CHECK	(\$190,501.48)
7/8/2002	CHECK	(\$537,160.75)
10/7/2002	CHECK	(\$530,178.50)
1/10/2003	CHECK	(\$148,211.41)
4/9/2003	CHECK	(\$278,268.37)
7/8/2003	CHECK	(\$345,626.79)
10/9/2003	CHECK	(\$431,183.49)
1/8/2004	CHECK	(\$175,919.23)
4/8/2004	CHECK	(\$260,887.37)
7/7/2004	CHECK	(\$398,707.04)
10/7/2004	CHECK	(\$358,305.18)
1/7/2005	CHECK	(\$270,415.96)

EXHIBIT B

BERNARD L. MADOFF INVESTMENT
SECURITIES LLC
885 Third Avenue
New York, NY 10022

January 1, 2001

Bank of New York
1 Wall Street – 42nd Floor
New York, New York 10286

Attn: E.A. Rivera

Ladies and Gentlemen:

On January 1, 2001, Bernard L. Madoff, a sole proprietorship (the "Sole Proprietorship") changed its legal status from a sole proprietorship to a limited liability company. The name of the limited liability company is Bernard L. Madoff Investment Securities LLC (the "Company"), a New York limited liability company (the "Company"). The sole member of the Company is Bernard L. Madoff. The Sole Proprietorship, the Company and Bernard L. Madoff as the sole member of the Company have delivered to the Bank of New York ("BONY") certain agreements, certificates, resolutions and other documentation (collectively, the "Documents") in connection with opening certain accounts with BONY and the Company's participation/membership in The Depository Trust Company, the National Securities Clearing Corporation and The Options Clearing Corporation ("OCC"). Please be advised that each of the Documents so delivered were true and complete when completed, executed and delivered and are true and complete at the date hereof, with the same effect as though executed and delivered this date.

Very truly yours,

BERNARD L. MADOFF, a sole proprietorship

BERNARD L. MADOFF
INVESTMENT SECURITIES LLC

By: _____
Bernard L. Madoff, sole proprietor

By: _____
Bernard L. Madoff, sole member

Bernard L. Madoff, as sole member of the Company

MESTABL00005744

EXHIBIT C



**BERNARD L. MADOFF
Investment Securities**

885 Third Avenue New York, NY 10022-4834

**BERNARD L. MADOFF INVESTMENT
SECURITIES LLC**

885 Third Avenue
New York, NY 10022

212 230-2424
800 334-1343
Telex 235130
Fax 212 486-8178

January 1, 2001

National Securities Clearing Corporation
55 Water Street
New York, New York 10041

Ladies and Gentlemen:


On January 1, 2001, Bernard L. Madoff, a sole proprietorship (the "Sole Proprietorship") changed its legal status from a sole proprietorship to a limited liability company. The name of the limited liability company is Bernard L. Madoff Investment Securities LLC (the "Company"), a New York limited liability company (the "Company"). The sole member of the Company is Bernard L. Madoff. In connection with the Company's application to become a member of the National Securities Clearing Corporation ("NSCC"), the Sole Proprietorship, the Company and Bernard L. Madoff as the sole member of the Company have delivered to the NSCC certain agreements, certificates, resolutions and other documentation (collectively, the "Documents"). Please be advised that each of the Documents so delivered were true and complete when completed, executed and delivered and are true and complete at the date hereof, with the same effect as though executed and delivered this date.

Very truly yours,

BERNARD L. MADOFF, a sole proprietorship

BERNARD L. MADOFF
INVESTMENT SECURITIES LLC

By:


Bernard L. Madoff, sole proprietor

By:


Bernard L. Madoff, sole member


Bernard L. Madoff, as sole member of the Company

EXHIBIT D



**BERNARD L. MADOFF
Investment Securities**

885 Third Avenue New York, NY 10022-4834

**BERNARD L. MADOFF INVESTMENT
SECURITIES LLC**

885 Third Avenue
New York, NY 10022

212 230-2424

800 334-1343

Telex 235130

Fax 212 486-8178

January 1, 2001

The Options Clearing Corporation
17 State Street- Floor 6
New York, New York 10004

Attn: Ms. Cheryl Coston

Ladies and Gentlemen:

On January 1, 2001, Bernard L. Madoff, a sole proprietorship (the "Sole Proprietorship") changed its legal status from a sole proprietorship to a limited liability company. The name of the limited liability company is Bernard L. Madoff Investment Securities LLC (the "Company"), a New York limited liability company (the "Company"). The sole member of the Company is Bernard L. Madoff. In connection with the Company's application to become a member of The Options Clearing Corporation ("OCC"), the Sole Proprietorship, the Company and Bernard L. Madoff as the sole member of the Company have delivered to the OCC certain agreements, certificates, resolutions and other documentation (collectively, the "Documents"). Please be advised that each of the Documents so delivered were true and complete when completed, executed and delivered and are true and complete at the date hereof, with the same effect as though executed and delivered this date.

Very truly yours,

BERNARD L. MADOFF, a sole proprietorship

BERNARD L. MADOFF
INVESTMENT SECURITIES LLC

By: 
Bernard L. Madoff, sole proprietor

By: 
Bernard L. Madoff, sole member


Bernard L. Madoff, as sole member of the Company

EXHIBIT E

**BERNARD L. MADOFF INVESTMENT
SECURITIES LLC**

885 Third Avenue
New York, NY 10022

January 1, 2001

The Depository Trust Company
55 Water Street – 50th Floor
New York, New York 10041-0099

Attn: Director of Compliance

Ladies and Gentlemen:

On January 1, 2001, Bernard L. Madoff, a sole proprietorship (the “Sole Proprietorship”) changed its legal status from a sole proprietorship to a limited liability company. The name of the limited liability company is Bernard L. Madoff Investment Securities LLC (the “Company”), a New York limited liability company (the “Company”). The sole member of the Company is Bernard L. Madoff. In connection with the Company’s application to become a Participant in The Depository Trust Company (“DTC”), the Sole Proprietorship, the Company and Bernard L. Madoff as the sole member of the Company have delivered to the DTC certain agreements, applications, questionnaires, certificates, resolutions and other documentation (collectively, the “Documents”). Please be advised that each of the Documents so delivered were true and complete when completed, executed and delivered and are true and complete at the date hereof, with the same effect as though executed and delivered this date.

Very truly yours,

BERNARD L. MADOFF, a sole proprietorship

BERNARD L. MADOFF
INVESTMENT SECURITIES LLC

By: _____
Bernard L. Madoff, sole proprietor

By: _____
Bernard L. Madoff, sole member

Bernard L. Madoff, as sole member of the Company

MESTABL00005745

EXHIBIT F



UNITED STATES OF AMERICA
SECURITIES AND EXCHANGE COMMISSION

ATTESTATION

I HEREBY ATTEST

that:

Attached is a copy of an amendment to Form BD, uniform application for broker-dealer registration, received in this Commission on January 12, 2001, under the name Bernard L. Madoff Investment Securities LLC, File No. 008-08132, pursuant to the provisions of the Securities Exchange Act of 1934.

on file in this Commission

06/05/2014

Date

LARRY
MILLS

Digitally signed by LARRY MILLS
DN: c=US, o=U.S. Government, ou=Securities
and Exchange Commission, cn=LARRY
MILLS,
0.9.2342.19200300.100.1.1=50001000026514
Date: 2014.06.05 11:41:47 -04'00'

Larry Mills, Management and Program Analyst

It is hereby certified that the Secretary of the U.S. Securities and Exchange Commission, Washington, DC, which Commission was created by the Securities Exchange Act of 1934 (15 U.S.C. 78a et seq.) is official custodian of the records and files of said Commission and was such official custodian at the time of executing the above attestation, and that he/she, and persons holding the positions of Deputy Secretary, Assistant Director, Records Officer, Branch Chief of Records Management, and the Program Analyst for the Records Officer, or anyone of them, are authorized to execute the above attestation.

For the Commission

Kevin M. O'Neill

Deputy Secretary

FORM BD
UNIFORM APPLICATION FOR BROKER-DEALER REGISTRATION

Primary Business Name: BERNARD L. MADOFF INVESTMENT SECURITIES LLC **BD Number:** 2625

BD - AMENDMENT

01/12/2001

BD - APPLICANT INFORMATION

OMB Number3235-0012

Expires.....
Estimated average burden hours per:
Response.....2.75
Amendment.....0.33

WARNING: Failure to keep this form current and to file accurate supplementary information on a timely basis, or the failure to keep accurate books and records or otherwise to comply with the provisions of law applying to the conduct of business as a broker-dealer would violate the Federal securities laws and the laws of the *jurisdictions* and may result in disciplinary, administrative, injunctive or criminal action.

INTENTIONAL MISSTATEMENTS OR OMISSIONS OF FACTS MAY CONSTITUTE CRIMINAL VIOLATIONS.

☐ APPLICATION ☒ AMENDMENT

1. Exact name, principal business address, mailing address, if different, and telephone number of *applicant*:

A. **Full name of *applicant***(if sole proprietor, state last, first and middle name):

BERNARD L. MADOFF INVESTMENT SECURITIES LLC

B. **IRS Empl. Ident. No.:**

13-1997126

C. (1) Name under which broker-dealer business primarily is conducted, if different from Item 1A.
BERNARD L. MADOFF INVESTMENT SECURITIES LLC

(2) List on Schedule D, Page 1, Section I, Other Business Names any other name by which the firm conducts business and where it is used.

D. If this filing makes a name change on behalf of the *applicant*, enter the new name and specify whether the name change is of the

☐ ***applicant* name (1A)** or ☐ **business name (1C):**

Please check above.

E. **Firm main address:** (Do not use a P.O. Box)

Number and Street 1:

885 THIRD AVENUE

Number and Street 2:

City:

NEW YORK

State:

New York

Country:

UNITED STATES

Zip/Postal Code:

10022

F. **Mailing Address, if different:**

Number and Street 1:

885 THIRD AVENUE

Number and Street 2:

City:
NEW YORK

State:
New York

Country:
UNITED STATES

Zip/Postal Code:
10022

G. Business Telephone Number:
212-230-2424

H. Contact Employee:

Name: PETER MADOFF
Title: DIRECTOR OF TRADING/CHIEF COMPLIANCE OFFICER

Telephone Number:
212-230-2424

BD - EXECUTION

EXECUTION:

For the purposes of complying with the laws of the State(s) designated in Item 2 relating to either the offer or sale of securities or commodities, the undersigned and *applicant* hereby certify that the *applicant* is in compliance with applicable state surety bonding requirements and irrevocably appoint the administrator of each of those State(s) or such other person designated by law, and the successors in such office, attorney for the *applicant* in said State(s), upon whom may be served any notice, process, or pleading in any action or *proceeding* against the *applicant* arising out of or in connection with the offer or sale of securities or commodities, or out of the violation or alleged violation of the laws of those State(s), and the *applicant* hereby consents that any such action or *proceeding* against the *applicant* may be commenced in any court of competent jurisdiction and proper venue within said State(s) by service of process upon said appointee with the same effect as if *applicant* were a resident in said State(s) and had lawfully been served with process in said State(s).

The *applicant* consents that service of any civil action brought by or notice of any *proceeding* before the Securities and Exchange Commission or any *self-regulatory organization* in connection with the *applicant's* broker-dealer activities, or of any application for a protective decree filed by the Securities Investor Protection Corporation, may be given by registered or certified mail or confirmed telegram to the *applicant's* contact employee at the main address, or mailing address if different, given in Items 1E and 1F.

The undersigned, being first duly sworn, deposes and says that he/she has executed this form on behalf of, and with the authority of, said *applicant*. The undersigned and *applicant* represent that the information and statements contained herein, including exhibits attached hereto, and other information filed herewith, all of which are made a part hereof, are current, true and complete. The undersigned and *applicant* further represent that to the extent any information previously submitted is not amended such information is currently accurate and complete.

Date MM/DD/YYYY
01/12/2001

Name of Applicant
BERNARD L. MADOFF INVESTMENT SECURITIES LLC

Authorized Signatory
PETER MADOFF

Title
CHIEF COMPLIANCE OFFICER

Subscribed and sworn before me this _____ day of _____, _____ by _____
Year

Notary Public

My commission expires _____ County of _____ State of _____

BD - SECURITIES AND EXCHANGE COMMISSION

2. Indicate by checking the appropriate box(es) each governmental authority, organization, or *jurisdiction* in which the *applicant* is registered or registering as a broker-dealer. ☒

If *applicant* is registered or registering with the SEC, check here and answer Items 2A through 2D below.

YES NO

- A. Is *applicant* registered or registering as a broker-dealer under Section 15(b) or Section 15B of the Securities Exchange Act of 1934? ☒ YES ☐ NO
- B. Is *applicant* registered or registering as a broker-dealer under Section 15(b) of the Securities Exchange Act of 1934 and also acting or intending to act as a government securities broker or dealer? ☐ YES ☒ NO
- C. Is *applicant* registered or registering solely as a government securities broker or dealer under Section 15C of the Securities Exchange Act of 1934? ☐ YES ☒ NO
- Do not answer "yes" to Item 2C if applicant answered "yes" to Item 2A or Item 2B.*
- D. Is *applicant* ceasing its activities as a government securities broker or dealer? ☐ YES ☒ NO

If applicant answers "yes" to Items 2A and 2D, applicant expressly consents to the withdrawal of its registration as a government securities broker or dealer under Section 15C of the Securities Exchange Act of 1934. See "Instructions."

SECURITY FUTURES PRODUCTS ACTIVITIES

(Note: The field below is reserved exclusively for the reporting of single stock futures activities by registered broker-dealers. This field cannot be utilized until the SEC approves rules relating to the form and content of such reporting.)

BD - SRO / JURISDICTION**BD - SELF REGULATORY ORGANIZATIONS**

- | | | | | |
|--|-------------------------------|-------------------------------|---|-------------------------------|
| <input checked="" type="checkbox"/> NASD | <input type="checkbox"/> ARCA | <input type="checkbox"/> CBOE | <input type="checkbox"/> ISE | <input type="checkbox"/> NYSE |
| <input type="checkbox"/> AMEX | <input type="checkbox"/> BX | <input type="checkbox"/> CHX | <input checked="" type="checkbox"/> NSX | <input type="checkbox"/> PHLX |

BD - JURISDICTION

- | | | | |
|--|---|--|--|
| <input checked="" type="checkbox"/> Alabama | <input checked="" type="checkbox"/> Illinois | <input checked="" type="checkbox"/> Montana | <input type="checkbox"/> Puerto Rico |
| <input checked="" type="checkbox"/> Alaska | <input checked="" type="checkbox"/> Indiana | <input type="checkbox"/> Nebraska | <input checked="" type="checkbox"/> Rhode Island |
| <input checked="" type="checkbox"/> Arizona | <input checked="" type="checkbox"/> Iowa | <input checked="" type="checkbox"/> Nevada | <input checked="" type="checkbox"/> South Carolina |
| <input checked="" type="checkbox"/> Arkansas | <input checked="" type="checkbox"/> Kansas | <input checked="" type="checkbox"/> New Hampshire | <input checked="" type="checkbox"/> South Dakota |
| <input checked="" type="checkbox"/> California | <input checked="" type="checkbox"/> Kentucky | <input checked="" type="checkbox"/> New Jersey | <input checked="" type="checkbox"/> Tennessee |
| <input checked="" type="checkbox"/> Colorado | <input checked="" type="checkbox"/> Louisiana | <input checked="" type="checkbox"/> New Mexico | <input checked="" type="checkbox"/> Texas |
| <input checked="" type="checkbox"/> Connecticut | <input checked="" type="checkbox"/> Maine | <input checked="" type="checkbox"/> New York | <input checked="" type="checkbox"/> Utah |
| <input checked="" type="checkbox"/> Delaware | <input checked="" type="checkbox"/> Maryland | <input checked="" type="checkbox"/> North Carolina | <input checked="" type="checkbox"/> Vermont |
| <input checked="" type="checkbox"/> District of Columbia | <input checked="" type="checkbox"/> Massachusetts | <input checked="" type="checkbox"/> North Dakota | <input type="checkbox"/> Virginia |
| <input checked="" type="checkbox"/> Florida | <input checked="" type="checkbox"/> Michigan | <input checked="" type="checkbox"/> Ohio | <input checked="" type="checkbox"/> Washington |
| <input checked="" type="checkbox"/> Georgia | <input checked="" type="checkbox"/> Minnesota | <input checked="" type="checkbox"/> Oklahoma | <input checked="" type="checkbox"/> West Virginia |
| <input checked="" type="checkbox"/> Hawaii | <input checked="" type="checkbox"/> Mississippi | <input checked="" type="checkbox"/> Oregon | <input checked="" type="checkbox"/> Wisconsin |
| <input checked="" type="checkbox"/> Idaho | <input checked="" type="checkbox"/> Missouri | <input checked="" type="checkbox"/> Pennsylvania | <input checked="" type="checkbox"/> Wyoming |

BD - LEGAL STATUS

3. A. Indicate legal status of *applicant*:

- | | | |
|-----------------------------------|--|---------------------------------------|
| <input type="radio"/> Corporation | <input checked="" type="radio"/> Sole Proprietorship | <input type="radio"/> Other (specify) |
| <input type="radio"/> Partnership | <input type="radio"/> Limited Liability Company | |

Schedule A, Direct Owners and Executive Officers Section and, if applicable, Schedule B, Indirect Owners Section must be completed as part of all initial applications. Amendments to these schedules must be provided on Schedule C.

Page 5 of 16

C. accounts, funds, or securities of customers of the *applicant* are held or maintained by such other *person*, firm, or organization?

For purposes of 8B and 8C, do not include a bank or satisfactory control location as defined in paragraph(c) of Rule 15c3-3 under the Securities Exchange Act of 1934 (17 CFR 240. 15c3-3). If "Yes" to any part of Item 8, complete appropriate items on Schedule D, Page 1, Section IV, Arrangement Detail.

9. Does any *person* not named in Item 1 or Schedules A, B, or C, directly or indirectly:

A. *control* the management or policies of the *applicant* through agreement or otherwise?

B. wholly or partially finance the business of *applicant*?

Do not answer "yes" to 9B if the person finances the business of the applicant through: 1) a public offering of securities made pursuant to the Securities Act of 1933; 2) credit extended in the ordinary course of business by suppliers, banks, and others; or 3) a satisfactory subordination agreement, as defined in Rule 15c3-1 under the Securities Exchange Act of 1934 (17 CFR 240. 15c3-1). If "Yes" to any part of Item 9, complete appropriate items on Schedule D, Page 1, Section IV, Arrangement Detail.

BD - BUSINESS AFFILIATES

BD - Control Affiliates

YES NO

10. A. Directly or indirectly, does *applicant control*, is *applicant controlled* by, or is *applicant* under common *control* with, any partnership, corporation, or other organization that is engaged in the securities or investment advisory business?

If "Yes" to Item 10A, complete appropriate items on Schedule D, Page 2, Section V, Firm Affiliates.

B. Directly or indirectly, is *applicant controlled* by any bank holding company, national bank, state member bank of the Federal Reserve System, state non-member bank, savings bank or association, credit union, or foreign bank?

If "Yes" to Item 10B, complete appropriate items on Schedule D, Page 3, Section VI, Bank Affiliates.

BD - DISCLOSURE QUESTIONS

11. Use the appropriate DRP for providing details to "yes" answers to the questions in Item 11. Refer to the Explanation of Terms section of Form BD Instructions for explanations of italicized terms.

CRIMINAL DISCLOSURE

A. In the past ten years has the *applicant* or a *control affiliate*:

YES NO

(1) been convicted of or pled guilty or nolo contendere ("no contest") in a domestic, foreign or military court to any *felony*?

(2) been *charged* with any *felony*?

B. In the past ten years has the *applicant* or a *control affiliate*:

(1) been convicted of or pled guilty or nolo contendere ("no contest") in a domestic, foreign or military court to a *misdemeanor involving*: investments or an *investment-related* business,

or any fraud, false statements or omissions, wrongful taking of property, bribery, perjury, forgery, counterfeiting, extortion, or a conspiracy to commit any of these offenses?

(2) been *charged* with a *misdemeanor* specified in 11B(1)?

☐ ☐

REGULATORY ACTION DISCLOSURE

C. Has the U.S. Securities and Exchange Commission or the Commodity Futures Trading Commission ever:

YES NO

(1) *found* the *applicant* or a *control affiliate* to have made a false statement or omission?

☐ ☐

(2) *found* the *applicant* or a *control affiliate* to have been *involved* in a violation of its regulations or statutes?

☐ ☐

(3) *found* the *applicant* or a *control affiliate* to have been a cause of an *investment-related* business having its authorization to do business denied, suspended, revoked, or restricted?

☐ ☐

(4) entered an *order* against the *applicant* or a *control affiliate* in connection with an *investment-related* activity?

☐ ☐

(5) imposed a civil money penalty on the *applicant* or a *control affiliate*, or ordered the *applicant* or a *control affiliate* to cease and desist from any activity?

☐ ☐

D. Has any other federal regulatory agency, any state regulatory agency, or foreign financial regulatory authority:

(1) ever *found* the *applicant* or a *control affiliate* to have made a false statement or omission or been dishonest, unfair, or unethical?

☐ ☐

(2) ever *found* the *applicant* or a *control affiliate* to have been *involved* in a violation of *investment-related* regulations or statutes?

☐ ☐

(3) ever *found* the *applicant* or a *control affiliate* to have been a cause of an *investment-related* business having its authorization to do business denied, suspended, revoked, or restricted?

☐ ☐

(4) in the past ten years, entered an *order* against the *applicant* or a *control affiliate* in connection with an *investment-related* activity?

☐ ☐

(5) ever denied, suspended, or revoked the *applicant's* or a *control affiliate's* registration or license or otherwise, by *order*, prevented it from associating with an *investment-related* business or restricted its activities?

☐ ☐

E. Has any *self-regulatory organization* or commodities exchange ever:

(1) *found* the *applicant* or a *control affiliate* to have made a false statement or omission?

☐ ☐

(2) *found* the *applicant* or a *control affiliate* to have been *involved* in a violation of its rules (other than a violation designated as a "*minor rule violation*" under a plan approved by the U.S. Securities and Exchange Commission)?

☐ ☐

(3) *found* the *applicant* or a *control affiliate* to have been the cause of an *investment-related* business having its authorization to do business denied, suspended, revoked, or restricted?

☐ ☐

(4) disciplined the *applicant* or a *control affiliate* by expelling or suspending it from membership, barring or suspending its association with other members, or otherwise restricting its activities?

☐ ☐

F. Has the *applicant's* or a *control affiliate's* authorization to act as an attorney, accountant, or federal contractor ever been revoked or suspended?

☐ ☐

G. Is the *applicant* or a *control affiliate* now the subject of any regulatory *proceeding* that could result in a "yes" answer to any part of 11C, D, or E?

☐ ☐

CIVIL JUDICIAL ACTION DISCLOSURE

H. (1) Has any domestic or foreign court:

YES NO

(a) in the past ten years, *enjoined* the *applicant* or a *control affiliate* in connection with any *investment-related* activity?

☐ ☐

(b) ever *found* that the *applicant* or a *control affiliate* was *involved* in a violation of *investment-related* statutes or regulations?

☐ ☐

(c) ever dismissed, pursuant to a settlement agreement, an *investment-related* civil action brought against the *applicant* or *control affiliate* by a state or foreign financial regulatory authority?

☐ ☐

- (2) Is the *applicant* or a *control affiliate* now the subject of any civil *proceeding* that could result in a "yes" answer to any part of 11H(1)?

☐ ☒

FINANCIAL DISCLOSURE

- I. In the past ten years has the *applicant* or a *control affiliate* of the *applicant* ever been a securities firm or a *control affiliate* of a securities firm that:

YES NO

- (1) has been the subject of a bankruptcy petition?

☐ ☒

- (2) has had a trustee appointed or a direct payment procedure initiated under the Securities Investor Protection Act?

☐ ☒

- J. Has a bonding company ever denied, paid out on, or revoked a bond for the *applicant*?

☐ ☒

- K. Does the *applicant* have any unsatisfied judgments or liens against it?

☐ ☒

BD - TYPES OF BUSINESS

12. Check types of business engaged in (or to be engaged in, if not yet active) by *applicant*. Do not check any category that accounts for (or is expected to account for) less than 1% of annual revenue from the securities or investment advisory business.

- A. Exchange member engaged in exchange commission business other than floor activities. ☐ EMC

- B. Exchange member engaged in floor activities. ☐ EMF

- C. Broker or dealer making inter-dealer markets in corporate securities over-the-counter. ☒ IDM

- D. Broker or dealer retailing corporate equity securities over-the-counter. ☐ BDR

- E. Broker or dealer selling corporate debt securities. ☐ BDD

- F. Underwriter or selling group participant (corporate securities other than mutual funds). ☐ USG

- G. Mutual fund underwriter or sponsor. ☐ MFU

- H. Mutual fund retailer. ☐ MFR

- I. 1. U.S. government securities dealer. ☐ GSD

2. U.S. government securities broker. ☐ GSB

- J. Municipal securities dealer. ☐ MSD

- K. Municipal securities broker. ☐ MSB

- L. Broker or dealer selling variable life insurance or annuities. ☐ VLA

- M. Solicitor of time deposits in a financial institution. ☐ SSL

- N. Real estate syndicator. ☐ RES

- O. Broker or dealer selling oil and gas interests. ☐ OGI

- P. Put and call broker or dealer or option writer. ☐ PCB

- Q. Broker or dealer selling securities of only one issuer or associate issuers (other than mutual funds). ☐ BIA

- | | | |
|----|--|--|
| R. | Broker or dealer selling securities of non-profit organizations (e.g., churches, hospitals). | <input type="checkbox"/> NPB |
| S. | Investment advisory services. | <input type="checkbox"/> IAD |
| T. | 1. Broker or dealer selling tax shelters or limited partnerships in primary distributions. | <input type="checkbox"/> TAP |
| | 2. Broker or dealer selling tax shelters or limited partnerships in the secondary market. | <input type="checkbox"/> TAS |
| U. | Non-exchange member arranging for transactions in listed securities by exchange member. | <input type="checkbox"/> NEX |
| V. | Trading securities for own account. | <input checked="" type="checkbox"/> TRA |
| W. | Private placement of securities. | <input type="checkbox"/> PLA |
| X. | Broker or dealer selling interests in mortgages or other receivables. | <input type="checkbox"/> MRI |
| Y. | Broker or dealer involved in a networking, kiosk or similar arrangement with a: | |
| | 1. bank, savings bank or association, or credit union. | <input type="checkbox"/> BNA |
| | 2. insurance company or agency | <input type="checkbox"/> INA |
| Z. | Other (give details on Schedule D, Page 1, Section II, Other Business) | <input checked="" type="checkbox"/> OTH |

13. A. Does *applicant* effect transactions in commodity futures, commodities or commodity options as a broker for others or as a dealer for its own account? ☐ ☒

B. Does *applicant* engage in any other non-securities business? ☐ ☒

If "yes", describe each other business briefly on Schedule D, Page 1, Section II, Other Business.

BD - DIRECT OWNERS/EXECUTIVE OFFICERS

Are there any indirect owners of the *applicant* required to be reported on Schedule B?

☒ Yes ☐ No

Ownership Codes:	NA - less than 5%	B - 10% but less than 25%	D - 50% but less than 75%
	A - 5% but less than 10%	C - 25% but less than 50%	E - 75% or more

Full Legal Name	DE/FE/I	Title or Status	Date Acquired	Own. Code	Control Person	PR	CRD #(or S.S.No., IRS Tax #, Emp. ID)
MADOFF, BERNARD LAWRENCE	I	SOLE MEMBER	01/2001	E	Y	N	316687

06/1969	NA	Y	N	316688
---------	----	---	---	--------

BD Schedule C - Amendments to Schedules A & B

Ownership Codes are:	NA - less than 5%	B - 10% but less than 25%	D - 50% but less than 75%	F - Other General Partners
	A - 5% but less than 10%	C - 25% but less than 50%	E - 75% or more	

Full Legal Name	DE/FE/I	Type of Amd.	Title or Status	Date Acquired	Own. Code	Control Person	PR	CRD # (or SSN, IRS Tax #, Emp. ID)
-----------------	---------	--------------	-----------------	---------------	-----------	----------------	----	------------------------------------

Full Legal Name	DE/FE/I	Type of Amd.	Entity in Which Interest is Owned	Status	Date Acquired	Own. Code	Control Person	PR	CRD # (or SSN, IRS Tax #, Emp. ID)
-----------------	---------	--------------	-----------------------------------	--------	---------------	-----------	----------------	----	------------------------------------

Page 10 of 16

BD - ARRANGEMENTS / CONTROL PERSONS / FINANCING

No Information Filed

BD - AFFILIATES

Business

The details supplied relate to:

Partnership, Corporation, or Organization Name	CRD Number (if any)
MADOFF SECURITIES INTERNATIONAL LTD.	

The Partnership, Corporation, or Organization

- ☐ *controls applicant*
- ☒ *is controlled by applicant*
- ☐ *is under common control with applicant*

Business Address

Street 1
12 BERKELEY STREET

City
MAYFAIR

Effective Date (MM/DD/YYYY)
12/31/1998

Is Partnership, Corporation or Organization a foreign entity?

- ☒ Yes ☐ No

Activities of this Partnership, Corporation, or Organization:

Securities Activities

- ☒ Yes ☐ No

Investment Advisory Activities

- ☐ Yes ☒ No

Briefly describe the *control* relationship

BERNARD L. MADOFF OWNS 30.8% OF MADOFF SECURITIES INTERNATIONAL LTD., A REGISTERED COMPANY IN THE UNITED KINGDOM. THE COMPANY IS A MEMBER OF THE LONDON STOCK EXCHANGE.

BD - BRANCHES

No Information Filed

BD - CRIMINAL DRP

No Information Filed

BD - REGULATORY ACTION DRP

This Disclosure Reporting Page (DRP BD) is an **INITIAL** OR **AMENDED** response used to report details for affirmative responses to **Items 11C, 11D, 11E, 11F or 11G** of Form BD;

Check item(s) being responded to:

Regulatory Action

- ☐ 11C(1) ☐ 11C(5) ☐ 11D(4) ☐ 11E(3)
☐ 11C(2) ☐ 11D(1) ☐ 11D(5) ☐ 11E(4)

☐ 11C(3)☐ 11D(2)☐ 11E(1)☐ 11F☐ 11C(4)☐ 11D(3)☒ 11E(2)☐ 11G

Use a separate DRP for each event or *proceeding*. An event or *proceeding* may be reported for more than one *person* or entity using one DRP. File with a completed Execution Page.

One event may result in more than one affirmative answer to Items 11C, 11D, 11E, 11F or 11G. Use only one DRP to report details related to the same event. If an event gives rise to actions by more than one regulator, provide details to each action on a separate DRP.

It is not a requirement that documents be provided for each event or *proceeding*. Should they be provided, they will not be accepted as disclosure in lieu of answering the questions on this DRP.

If a *control affiliate* is an individual or organization registered through the CRD, such *control affiliate* need only complete Part I of the *applicant's* appropriate DRP (BD). Details of the event must be submitted on the *control affiliate's* appropriate DRP (BD) or DRP (U4). If a *control affiliate* is an individual or organization not registered through the CRD, provide complete answers to all the items on the *applicant's* appropriate DRP (BD). The completion of this DRP does not relieve the *control affiliate* of its obligation to update its CRD records.

PART I

A. The *person(s)* or entity(ies) for whom this DRP is being filed is (are):

- ☒ **The Applicant**
☐ **Applicant and one or more control affiliates**
☐ **One or more control affiliates**

If this DRP is being filed for a *control affiliate*, give the full name of the *control affiliate* below (for individuals, Last name, First name, Middle name).

If the *control affiliate* is registered with the CRD, provide the CRD number. If not, indicate "non-registered" by checking the appropriate checkbox.

☐ **This DRP should be removed from the BD record because the *control affiliate(s)* are no longer associated with the BD.**

B. If the *control affiliate* is registered through the CRD, has the *control affiliate* submitted a DRP (with Form U4) or BD DRP to the CRD System for the event? If the answer is "Yes," no other information on this DRP must be provided.

☐ Yes ☒ No

NOTE: The completion of this form does not relieve the *control affiliate* of its obligation to update its CRD records.

PART II

1. Regulatory Action initiated by:

☒ **SEC** ☐ **Other Federal** ☐ **State** ☒ **SRO** ☐ **Foreign**

(Full name of regulator, *foreign financial regulatory authority*, federal, state, or SRO)
 NATIONAL ASSOCIATION OF SECURITIES DEALERS, INC.

2. Principal Sanction:

Censure

Other Sanctions:

3. Date Initiated (MM/DD/YYYY):

07/01/1963 ☒ **Exact** ☐ **Explanation**

If not exact, provide explanation:

4. Docket/Case Number:

COMPLAINT NO. NY-802

5. *Control Affiliate* Employing Firm when activity occurred which led to the regulatory action (if applicable):

6. Principal Product Type:

No Product

Other Product Types:

7. Describe the allegations related to this regulatory action. (The information must fit within the space provided.)

VIOLATION OF NASD RULES 2230 AND 2110

8. Current status ? ☐ **Pending** ☐ **On Appeal** ☒ **Final**

9. If on appeal, regulatory action appealed to: (SEC, SRO, Federal or State Court) and Date Appeal Filed:

If Final or On Appeal, complete all items below. For Pending Actions, complete Item 13 only.

10. How was matter resolved:

Decision

11. Resolution Date (MM/DD/YYYY):

11/08/1963 ☒ **Exact** ☐ **Explanation**

If not exact, provide explanation:

12. **Resolution Detail:**

A. Were any of the following Sanctions Ordered? (Check all appropriate items):

☒ **Monetary/ Fine**

Amount: \$ 500.00

☐ **Revocation/Expulsion/Denial**

☐ **Disgorgement/Restitution**

☒ **Censure**

☐ **Cease and Desist/Injunction**

☐ **Bar**

☐ **Suspension**

B. Other Sanctions Ordered:

C. Sanction detail: if suspended, *enjoined* or barred, provide duration including start date and capacities affected (General Securities Principal, Financial Operations Principal, etc.). If requalification by exam/retraining was a condition of the sanction, provide length of time given to requalify/retrain, type of exam required and whether condition has been satisfied. If disposition resulted in a fine, penalty, restitution, disgorgement or monetary compensation, provide total amount, portion levied against *applicant* or *control affiliate*, date paid and if any portion of penalty was waived:

FINED IN THE AMOUNT OF \$500 AND ASSESSED COSTS OF THE PROCEEDING IN THE AMOUNT OF \$60.65. THE FINE AND COSTS OF THE PROCEEDINGS WERE PAID IN FULL IN NOVEMBER 1963.

13. Provide a brief summary of details related to the action status and (or) disposition and include relevant terms, conditions and dates. (The information must fit within the space provided.)
 THE FINDING OF A VIOLATION OF NASD RULE 2230 WAS LIMITED TO A TECHNICAL INFRACTION.

This Disclosure Reporting Page (DRP BD) is an ☐ INITIAL OR ☒ AMENDED response used to report details for affirmative responses to **Items 11C, 11D, 11E, 11F or 11G** of Form BD;

Check item(s) being responded to:

Regulatory Action

- | | | | |
|---------------------------------|---------------------------------|--|---------------------------------|
| <input type="checkbox"/> 11C(1) | <input type="checkbox"/> 11C(5) | <input type="checkbox"/> 11D(4) | <input type="checkbox"/> 11E(3) |
| <input type="checkbox"/> 11C(2) | <input type="checkbox"/> 11D(1) | <input type="checkbox"/> 11D(5) | <input type="checkbox"/> 11E(4) |
| <input type="checkbox"/> 11C(3) | <input type="checkbox"/> 11D(2) | <input type="checkbox"/> 11E(1) | <input type="checkbox"/> 11F |
| <input type="checkbox"/> 11C(4) | <input type="checkbox"/> 11D(3) | <input checked="" type="checkbox"/> 11E(2) | <input type="checkbox"/> 11G |

Use a separate DRP for each event or *proceeding*. An event or *proceeding* may be reported for more than one *person* or entity using one DRP. File with a completed Execution Page.

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If a *control affiliate* is an individual or organization registered through the CRD, such *control affiliate* need only complete Part I of the *applicant's* appropriate DRP (BD). Details of the event must be submitted on the *control affiliate's* appropriate DRP (BD) or DRP (U4). If a *control affiliate* is an individual or organization not registered through the CRD, provide complete answers to all the items on the *applicant's* appropriate DRP (BD). The completion of this DRP does not relieve the *control affiliate* of its obligation to update its CRD records.

PART I

A. The *person(s)* or entity(ies) for whom this DRP is being filed is (are):

- ☒ The Applicant
☐ Applicant and one or more control affiliates
☐ One or more control affiliates

If this DRP is being filed for a *control affiliate*, give the full name of the *control affiliate* below (for individuals, Last name, First name, Middle name).

If the *control affiliate* is registered with the CRD, provide the CRD number. If not, indicate "non-registered" by checking the appropriate checkbox.

☐ This DRP should be removed from the BD record because the *control affiliate(s)* are no longer associated with the BD.

B. If the *control affiliate* is registered through the CRD, has the *control affiliate* submitted a DRP (with Form U4) or BD DRP to the CRD System for the event? If the answer is "Yes," no other information on this DRP must be provided.

☐ Yes ☒ No

NOTE: The completion of this form does not relieve the *control affiliate* of its obligation to update its CRD records.

•

EXHIBIT G

JPMorganChase

JPMORGAN CHASE BANK, N.A.
NORTHEAST MARKET
P O BOX 260180
BATON ROUGE LA 70826-0180

636
November 29, 2008 -
December 31, 2008

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Account Number
006301428151509

Customer Service

If you have any questions
about your statement, please
contact your Customer Service
Professional.

00001713 CEN 802 R 00109 - NNN 1 000000271 P5 0000
BERNARD L MADOFF INVESTMENT SECURITIES
ATTN DANIEL BONVENTRE
885 THIRD AVE 18TH FL
NEW YORK NY 10022

Commercial Checking

Summary

	Number	Amount
Opening Ledger Balance		\$.00
Opening Collected Balance		\$.00
Deposits and Credits	23	\$23,845,193.11
Withdrawals and Debits	1	\$100,000.00
List Posted Items	271	\$20,480,064.70
Checks Paid	0	\$.00
Ending Ledger Balance		\$3,265,128.41
Ending Collected Balance		\$3,265,128.41

Activity

Ledger Date	Value Date	Description	Debit	Amount
11/29		OPENING LEDGER BALANCE	*** Balance ***	\$.00
11/29		OPENING COLLECTED BALANCE	*** Balance ***	\$.00
12/01		FUNDING XFER FROM 000000140081703 TRN: 0190006300RJ		\$1,356,638.45
12/01		LIST POSTED ITEMS QUANTITY 24	\$1,356,638.45	
12/01		CLOSING LEDGER BALANCE	*** Balance ***	\$.00
12/01		CLOSING COLLECTED BALANCE	*** Balance ***	\$.00
12/02		FUNDING XFER FROM 000000140081703 TRN: 0190006431RJ		\$3,296,402.00
12/02		LIST POSTED ITEMS QUANTITY 29	\$3,296,402.00	
12/02		CLOSING LEDGER BALANCE	*** Balance ***	\$.00
12/02		CLOSING COLLECTED BALANCE	*** Balance ***	\$.00

Please examine this statement of account at once. By continuing to use the account, you agree that: (1) the account is subject to the Bank's deposit account agreement, and (2) the Bank has no responsibility for any error in or improper charge to the account (including any unauthorized or altered check) unless you notify us in writing of this error or charge within sixty days of the mailing or availability of the first statement on which the error or charge appears.



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November 29, 2008 -
December 31, 2008

Page 2 of 4

Account Number
006301428151509

BERNARD L MADOFF INVESTMENT SECURITIES

Commercial Checking
(continued)

Activity

Ledger Date	Value Date	Description	Debit	Amount
12/03		FUNDING XFER FROM 000000140081703 TRN: 0190006304RJ		\$3,523,469.17
12/03		LIST POSTED ITEMS QUANTITY 46	\$3,523,469.17	
12/03		CLOSING LEDGER BALANCE	*** Balance ***	\$0.00
12/03		CLOSING COLLECTED BALANCE	*** Balance ***	\$0.00
12/04		FUNDING XFER FROM 000000140081703 TRN: 0190006107RJ		\$1,013,700.00
12/04		LIST POSTED ITEMS QUANTITY 22	\$1,013,700.00	
12/04		CLOSING LEDGER BALANCE	*** Balance ***	\$0.00
12/04		CLOSING COLLECTED BALANCE	*** Balance ***	\$0.00
12/05		FUNDING XFER FROM 000000140081703 TRN: 0190006115RJ		\$3,191,385.18
12/05		LIST POSTED ITEMS QUANTITY 36	\$3,191,385.18	
12/05		CLOSING LEDGER BALANCE	*** Balance ***	\$0.00
12/05		CLOSING COLLECTED BALANCE	*** Balance ***	\$0.00
12/08		FUNDING XFER FROM 000000140081703 TRN: 0190006473RJ		\$1,261,117.98
12/08		LIST POSTED ITEMS QUANTITY 26	\$1,261,117.98	
12/08		CLOSING LEDGER BALANCE	*** Balance ***	\$0.00
12/08		CLOSING COLLECTED BALANCE	*** Balance ***	\$0.00
12/09		FUNDING XFER FROM 000000140081703 TRN: 0190006395RJ		\$3,359,163.23
12/09	12/02	RESEARCH ADJ 3329-04DEC08 DEBIT FOR AN ENCODING ERROR. AN ITEM FOR \$150,000.00, POSTED TO YOUR ACCOUNT AS \$50,000.00 ON 12/02/08. OUR CASE#3329-04DEC08.	\$100,000.00	
12/09		LIST POSTED ITEMS QUANTITY 41	\$3,259,163.23	
12/09		CLOSING LEDGER BALANCE	*** Balance ***	\$0.00
12/09		CLOSING COLLECTED BALANCE	*** Balance ***	\$0.00
12/10		FUNDING XFER FROM 000000140081703 TRN: 0190006356RJ		\$2,446,259.36
12/10		LIST POSTED ITEMS QUANTITY 29	\$2,446,259.36	
12/10		CLOSING LEDGER BALANCE	*** Balance ***	\$0.00
12/10		CLOSING COLLECTED BALANCE	*** Balance ***	\$0.00
12/11		FUNDING XFER FROM 000000140081703 TRN: 0190006181RJ		\$1,131,929.33
12/11		LIST POSTED ITEMS QUANTITY 18	\$1,131,929.33	
12/11		CLOSING LEDGER BALANCE	*** Balance ***	\$0.00
12/11		CLOSING COLLECTED BALANCE	*** Balance ***	\$0.00
12/12		REVERSAL		\$300,000.00
12/12		REVERSAL		\$150,000.00
12/12		REVERSAL		\$125,000.00
12/12		REVERSAL		\$125,000.00
12/12		REVERSAL		\$85,000.00
12/12		REVERSAL		\$75,000.00



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November 29, 2008 -
December 31, 2008

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Account Number
006301428151509

BERNARD L MADOFF INVESTMENT SECURITIES



Commercial Checking
(continued)

Activity

Ledger Date	Value Date	Description	Debit	Amount
12/12		REVERSAL		\$65,000.00
12/12		REVERSAL		\$60,000.00
12/12		REVERSAL		\$50,000.00
12/12		REVERSAL		\$30,000.00
12/12		REVERSAL		\$21,750.00
12/12		REVERSAL		\$15,949.67
12/12		REVERSAL		\$10,000.00
12/12		CLOSING LEDGER BALANCE	*** Balance ***	\$1,112,699.67
12/12		CLOSING COLLECTED BALANCE	*** Balance ***	\$1,112,699.67
12/15		FUNDING XFER FROM 000000140081703 TRN: 0190006491RJ		\$2,152,428.74
12/15		CLOSING LEDGER BALANCE	*** Balance ***	\$3,265,128.41
12/15		CLOSING COLLECTED BALANCE	*** Balance ***	\$3,265,128.41

Your service charges, fees and earnings credit have been calculated through account analysis.

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November 29, 2008 -
December 31, 2008

Page 4 of 4

Account Number
006301428151509

BERNARD L MADOFF INVESTMENT SECURITIES



Commercial Checking
(continued)

Stop Payment Renewal Notice

Account Number 006301428151509

Bank Number: 802

The following Stop Payments will automatically renew for a 1-year period. You may revoke a Stop prior to the renewal date by simply returning a signed copy of this form with an 'X' placed next to each item you may wish to revoke. The revoking of stop payments will be effective on the renewal date listed on your statement. To immediately remove a current stop payment, please contact your Customer Service Professional. Please allow 10 - 15 days for mail and processing times. Please ensure that an authorized signature is placed in the space provided and mailed to the return address listed at the bottom of the page. Any stops that are revoked will expire on the renewal date.

Revoke Stop	Sequence Number	Date Entered	Renewal Date	Low Range or Check Number	High Range or Amount
—	0000174	02/28/2008	02/28/2009	193838	\$4,050.38
—	0000175	02/28/2008	02/28/2009	193850	\$50,000.00
—	0000176	02/28/2008	02/28/2009	193857	\$6,015.00
—	0000177	03/18/2008	03/18/2009	194243	\$60,000.00
—	0000178	03/25/2008	03/25/2009	194202	\$500,000.00

Authorized Signature: _____

Date: _____

BERNARD L MADOFF INVESTMENT SECURITIES
ATTN DANIEL BONVENTRE
885 THIRD AVE 18TH FL
NEW YORK NY 10022

JPMORGAN CHASE BANK, N.A.
NORTHEAST MARKET
P O BOX 260180
BATON ROUGE LA 70826-0180

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BERNARD L MADOFF INVESTMENT SECURITIES
ATTN DANIEL BENVENTRE
885 THIRD AVENUE-18TH FLOOR
NEW YORK NY 10022

DS

Chase Manhattan Bank USA, N.A.
Wilmington, Delaware

Account No: 6301-428151-509
Statement Start Date: 30 APR 2005
Statement End Date: 31 MAY 2005
Statement Code: 000-USA-12
Statement No: 005 698
Page 1 of 3

MADWAA00174942

TRANSACTIONS			BALANCES		ENCLOSURES	
Total Credits	27	56,468,096.54	Opening (30 APR 2005)		Closing (31 MAY 2005)	
Total Debits (incl. checks)	25	56,468,096.54	Ledger		Ledger	
Total Checks Paid	21	55,138,096.54				

Ledger Date	Adj Ledger Date	Value	F	References	Debit	Credit / Balance	Description
30 APR					*** Balance ***	0.00	OPENING LEDGER BALANCE
02MAY		USD	OUR: 1400400124DW			1,362,894.86	CDS FUNDING
02MAY		USD	OUR: 1400300128DW		*** Balance ***		LIST POST AA01
02MAY						.00	CLOSING LEDGER BALANCE
03MAY		USD	OUR: 1400400117DW			9,384,578.67	CDS FUNDING
03MAY		USD	OUR: 1400300112DW		*** Balance ***		LIST POST AA01
03MAY						.00	CLOSING LEDGER BALANCE
04MAY		USD	OUR: 0100300007DW			40,000.00	ENCODING ERROR
04MAY		USD	OUR: 0100300004DW			50,000.00	ENCODING ERROR
04MAY		USD	OUR: 0300200002DW			360,000.00	ENCODING ERROR
04MAY		USD	OUR: 0300200003DW			450,000.00	ENCODING ERROR
04MAY		USD	OUR: 0300200003DW			2,087,087.32	ENCODING ERROR
04MAY		USD	OUR: 1400400118DW		400,000.00		CDS FUNDING
04MAY		USD	OUR: 0100300008DW				ENCODING ERROR
04MAY		USD	OUR: 0100300005DW		500,000.00		ENCODING ERROR
04MAY		USD	OUR: 1400300113DW		*** Balance ***		LIST POST AA01
04MAY						.00	CLOSING LEDGER BALANCE
05MAY		USD	OUR: 1400400120DW		2,211,792.55		CDS FUNDING
05MAY		USD	OUR: 1400300117DW		*** Balance ***		LIST POST AA01
05MAY						.00	CLOSING LEDGER BALANCE
06MAY		USD	OUR: 1400400120DW		1,213,376.83		CDS FUNDING
06MAY		USD	OUR: 1400300117DW		*** Balance ***		LIST POST AA01
06MAY						.00	CLOSING LEDGER BALANCE
09MAY		USD	OUR: 1400400118DW		2,531,808.05		CDS FUNDING
09MAY		USD	OUR: 1400300137DW		*** Balance ***		LIST POST AA01
09MAY						.00	CLOSING LEDGER BALANCE

FT CODE: USD - SAME DAY FUNDS USD - ONE DAY FLOAT USD - THREE DAY FLOAT USD - FIVE DAY FLOAT
USD - NEXT DAY FUNDS USD - TWO DAY FLOAT USD - FOUR DAY FLOAT USD - MIXED FLOAT

PLEASE EXAMINE THIS STATEMENT OF ACCOUNT AT ONCE. THE MAINTENANCE OF THIS ACCOUNT IS SUBJECT TO THE PROVISIONS OF THE UNIFORM COMMERCIAL CODE AND THE BANK'S TERMS AND CONDITIONS FOR BUSINESS ACCOUNTS AND SERVICES. THE BANK DISCLAIMS RESPONSIBILITY FOR ANY ERROR IN OR IMPROPER CHARGE TO THE ACCOUNT AS RENDERED UNLESS INFORMED IN WRITING OF THIS ERROR OR CHARGE WITHIN SIXTY DAYS OF THE DELIVERY, MAILING OR AVAILABILITY OF THE STATEMENT AND CANCELED VOUCHERS.



BERNARD L MADOFF INVESTMENT SECURITIES
ATTN DANIEL BENVENTRE
885 THIRD AVENUE-18TH FLOOR
NEW YORK NY 10022

DS

Chase Manhattan Bank USA, N.A.
Wilmington, Delaware

Account No: 6301-428151-509
Statement Start Date: 30 APR 2005
Statement End Date: 31 MAY 2005
Statement Code: 000-USA-12
Statement No: 005 698
Page 2 of 3

Ledger Date	Adj Ledger Date	Value Date	F	References	Debit	Credit / Balance	Description
10MAY			USD	OUR: 1400400115DW	3,184,966.27	3,184,966.27	CDS FUNDING AA01
10MAY			USD	OUR: 1400300126DW	**** Balance ****		LIST POST AA01
10MAY			USD	OUR: 1400400117DW	2,446,443.95	2,446,443.95	CLOSING LEDGER BALANCE
11MAY			USD	OUR: 1400300118DW	**** Balance ****		CDS FUNDING
11MAY			USD	OUR: 0100300006DW	3,000.00	3,000.00	LIST POST AA01
12MAY			USD	OUR: 0100600002DW	40,000.00	40,000.00	CLOSING LEDGER BALANCE
12MAY			USD	OUR: 1400400116DW	330,500.00	330,500.00	0000163734 051205
12MAY			USD	OUR: 0100300005DW	330,500.00	330,500.00	LA INVALID AMOUNT
12MAY			USD	OUR: 0100600001DW	400,000.00	400,000.00	LA INVALID AMOUNT
12MAY			USD	OUR: 1400300108DW	330,500.00	330,500.00	CDS FUNDING
12MAY			USD	OUR: 0100600001DW	330,500.00	330,500.00	0000163734 051205
12MAY			USD	OUR: 0100300115DW	11,473,148.34	11,473,148.34	SB CORRECT AMOUNT
13MAY			USD	OUR: 1400300115DW	11,473,148.34	11,473,148.34	LIST POST AA01
13MAY			USD	OUR: 1400400114DW	1,603,799.24	1,603,799.24	0000164007 051105
16MAY			USD	OUR: 1400300112DW	1,603,799.24	1,603,799.24	SB CORRECT AMOUNT
16MAY			USD	OUR: 1400400115DW	2,347,772.50	2,347,772.50	CLOSING LEDGER BALANCE
17MAY			USD	OUR: 1400300113DW	2,347,772.50	2,347,772.50	LIST POST AA01
17MAY			USD	OUR: 1400400117DW	2,486,689.29	2,486,689.29	CLOSING LEDGER BALANCE
18MAY			USD	OUR: 1400300129DW	2,486,689.29	2,486,689.29	CDS FUNDING
18MAY			USD	OUR: 1400400121DW	2,941,580.83	2,941,580.83	LIST POST AA01
19MAY			USD	OUR: 1400300112DW	2,941,580.83	2,941,580.83	CLOSING LEDGER BALANCE
19MAY			USD	OUR: 1400400117DW	2,689,470.00	2,689,470.00	LIST POST AA01
20MAY			USD	OUR: 1400300131DW	2,689,470.00	2,689,470.00	CLOSING LEDGER BALANCE
20MAY			USD	OUR: 1400400124DW	1,355,394.02	1,355,394.02	LIST POST AA01
23MAY			USD	OUR: 1400400120DW	1,355,394.02	1,355,394.02	CLOSING LEDGER BALANCE
23MAY			USD	OUR: 1400300123DW	440,111.60	440,111.60	LIST POST AA01
24MAY			USD	OUR: 1400400117DW	440,111.60	440,111.60	CLOSING LEDGER BALANCE
24MAY			USD	OUR: 1400300125DW	649,515.20	649,515.20	LIST POST AA01
25MAY			USD	OUR: 1400400119DW	649,515.20	649,515.20	CLOSING LEDGER BALANCE
25MAY			USD	OUR: 1400300118DW	1,108,800.00	1,108,800.00	LIST POST AA01
26MAY			USD	OUR: 1400400113DW	1,108,800.00	1,108,800.00	CLOSING LEDGER BALANCE
26MAY			USD	OUR: 1400300106DW	1,108,800.00	1,108,800.00	LIST POST AA01



BERNARD L MADOFF INVESTMENT SECURITIES
ATTN: DANIEL BENVENTRE
885 THIRD AVENUE-18TH FLOOR
NEW YORK NY 10022

DS

Chase Manhattan Bank USA, N.A.
Wilmington, Delaware

Account No: 6301428151-509
Statement Start Date: 30 APR 2005
Statement End Date: 31 MAY 2005
Statement Code: 000-USA-12
Statement No: 005 698
Page 3 of 3

Register Date	Adj Ledger Date	Value Date	F	Reference	Debit	Credit / Balance	Description
26MAY					**** Balance ****		
27MAY		USD	OUR: 1400400116DW			519,240.00	CLOSING LEDGER BALANCE
27MAY		USD	OUR: 1400300115DW		**** Balance ****		LIST POST AA01
27MAY						2,769,127.02	CLOSING LEDGER BALANCE
31MAY		USD	OUR: 1400400119DW				CDS FUNDING
31MAY		USD	OUR: 1400300120DW		**** Balance ****		LIST POST AA01
31MAY						.00	CLOSING LEDGER BALANCE



BERNARD L MADOFF INVESTMENT SECURITIES
ATTN: DANIEL BENVENTRE
885 THIRD AVENUE-18TH FLOOR
NEW YORK NY 10022

DS

Chase Manhattan Bank USA, N.A.
Wilmington, Delaware

Account No: 6301-428151-509
Statement Start Date: 01 DEC 2006
Statement End Date: 29 DEC 2006
Statement Code: 000-USA-12
Statement No: 012 542
Page 1 of 2

MADWAA00205475

TRANSACTIONS			BALANCES		ENCLOSURES	
Total Credits	21	91,956,445.09	Opening (01 DEC 2006)	Closing (29 DEC 2006)	Credits	0
Total Debits (incl. checks)	20	91,956,445.09	Ledger	Ledger	Debits	0
Total Checks Paid	20	91,956,445.09			Checks	0

Ledger	Adj. Ledger	Value	F	Reference	Debit	Credit / Balance	Description
01 DEC		USD	OUR	1400400097DW	**** Balance ****	0.00	OPENING LEDGER BALANCE
01 DEC		USD	OUR	1400300090DW	1,408,991.00	1,408,991.00	LIST POST AA01
01 DEC		USD	OUR	1400300090DW	**** Balance ****	0.00	CLOSING LEDGER BALANCE
04 DEC		USD	OUR	1400400094DW	3,014,042.00	3,014,042.00	LIST POST AA01
04 DEC		USD	OUR	1400300093DW	**** Balance ****	0.00	CLOSING LEDGER BALANCE
05 DEC		USD	OUR	1400400100DW	2,714,550.53	2,714,550.53	LIST POST AA01
05 DEC		USD	OUR	1400300107DW	**** Balance ****	0.00	CLOSING LEDGER BALANCE
06 DEC		USD	OUR	1400400102DW	1,640,028.73	1,640,028.73	LIST POST AA01
06 DEC		USD	OUR	1400300104DW	**** Balance ****	0.00	CLOSING LEDGER BALANCE
07 DEC		USD	OUR	1400400099DW	1,370,073.79	1,370,073.79	LIST POST AA01
07 DEC		USD	OUR	1400300093DW	**** Balance ****	0.00	CLOSING LEDGER BALANCE
08 DEC		USD	OUR	1400400096DW	2,703,531.75	2,703,531.75	LIST POST AA01
08 DEC		USD	OUR	1400300095DW	**** Balance ****	0.00	CLOSING LEDGER BALANCE
11 DEC		USD	OUR	1400400101DW	2,746,971.04	2,746,971.04	LIST POST AA01
11 DEC		USD	OUR	1400300105DW	**** Balance ****	0.00	CLOSING LEDGER BALANCE
12 DEC		USD	OUR	1400400097DW	4,498,146.03	4,498,146.03	LIST POST AA01
12 DEC		USD	OUR	1400300098DW	**** Balance ****	0.00	CLOSING LEDGER BALANCE
13 DEC		USD	OUR	1400400097DW	1,543,037.63	1,543,037.63	LIST POST AA01
13 DEC		USD	OUR	1400300093DW	**** Balance ****	0.00	CLOSING LEDGER BALANCE
14 DEC		USD	OUR	1400400101DW	1,051,876.89	1,051,876.89	LIST POST AA01
14 DEC		USD	OUR	1400300096DW	**** Balance ****	0.00	CLOSING LEDGER BALANCE

FT CODE: USD - SAME DAY FUNDS US1 - ONE DAY FLOAT US3 - THREE DAY FLOAT US5 - FIVE DAY FLOAT
USN - NEXT DAY FUNDS US2 - TWO DAY FLOAT US4 - FOUR DAY FLOAT USM - MIXED FLOAT

PLEASE EXAMINE THIS STATEMENT OF ACCOUNT AT ONCE. THE MAINTENANCE OF THIS ACCOUNT IS SUBJECT TO THE PROVISIONS OF THE UNIFORM COMMERCIAL CODE AND THE BANK'S TERMS AND CONDITIONS FOR BUSINESS ACCOUNTS AND SERVICES. THE BANK DISCLAIMS RESPONSIBILITY FOR ANY ERROR IN OR IMPROPER CHARGE TO THE ACCOUNT AS RENDERED UNLESS INFORMED IN WRITING OF THIS ERROR OR CHARGE WITHIN SIXTY DAYS OF THE DELIVERY, MAILING OR AVAILABILITY OF THE STATEMENT AND CANCELED VOUCHERS.



BERNARD L MADOFF INVESTMENT SECURITIES
ATIN DANIEL BENVENTRE
885 THIRD AVENUE-18TH FLOOR
NEW YORK NY 10022

DS

Chase Manhattan Bank USA, N.A.
Wilmington, Delaware

Account No: 6301-428151-509
Statement Start Date: 01 DEC 2006
Statement End Date: 29 DEC 2006
Statement Code: 000-USA-12
Statement No: 012 542
Page 2 of 2

Ledger Date	Adj Ledger Date	Value Date	F	References	Debit	Credit / Balance	Description
15DEC		USD	OUR	1400400094DW	1,495,995.97	1,495,995.97	CDS FUNDING
15DEC		USD	OUR	1400300093DW			LIST POST AA01
18DEC		USD	OUR	1400400094DW	2,622,614.48	2,622,614.48	CLOSING LEDGER BALANCE
18DEC		USD	OUR	1400300099DW			LIST POST AA01
18DEC		USD	OUR	1400400094DW	2,663,008.32	2,663,008.32	CLOSING LEDGER BALANCE
19DEC		USD	OUR	1400300095DW			CDS FUNDING
19DEC		USD	OUR	0810100020DW	80,167.80	80,167.80	LIST POST AA01
20DEC		USD	OUR	1400400096DW	5,558,510.15	5,558,510.15	CLOSING LEDGER BALANCE
20DEC		USD	OUR	1400300091DW			LIST POST AA01
20DEC		USD	OUR	1400400099DW	1,985,837.05	1,985,837.05	CLOSING LEDGER BALANCE
21DEC		USD	OUR	1400300093DW			LIST POST AA01
21DEC		USD	OUR	1400400099DW	2,515,861.47	2,515,861.47	CLOSING LEDGER BALANCE
22DEC		USD	OUR	1400300097DW			LIST POST AA01
22DEC		USD	OUR	1400400098DW	19,624,842.40	19,624,842.40	CLOSING LEDGER BALANCE
26DEC		USD	OUR	1400300099DW			LIST POST AA01
26DEC		USD	OUR	1400400099DW	6,858,314.36	6,858,314.36	CLOSING LEDGER BALANCE
27DEC		USD	OUR	1400300099DW			LIST POST AA01
27DEC		USD	OUR	1400400098DW	19,318,024.70	19,318,024.70	CLOSING LEDGER BALANCE
28DEC		USD	OUR	1400300097DW			LIST POST AA01
28DEC		USD	OUR	1400400095DW	6,627,186.80	6,627,186.80	CLOSING LEDGER BALANCE
29DEC		USD	OUR	1400300094DW			LIST POST AA01
29DEC		USD	OUR		6,627,186.80	6,627,186.80	CLOSING LEDGER BALANCE

JPMORGAN CHASE
STATEMENT PROOF
AS OF 12/31/06

TEAM..... 542
ACCOUNT..... 6301428151509
ACCOUNT NAME... BERNARD MADOFF XXX

OPENING BALANCE..... .00

TOTAL DEPOSITS..... + 91,876,277.29

CREDIT MEMOS + .00

RETURN ITEM CREDITS + 80,167.80

ACH/EFT CREDITS..... + .00

MISCELLANEOUS CREDITS..... + .00

TOTAL NEW CREDITS..... = 91,956,445.09

CHECKS AS PAID PER DDA..... - 91,956,445.09

DEBIT MEMOS - .00

ACH/EFT DEBITS..... - .00

MISCELLANEOUS DEBITS..... - .00

TOTAL NEW DEBITS..... = 91,956,445.09

CLOSING BALANCE..... = .00

PREP BY:

Am

JPMORGANCHASE 5801 EAST TAFT ROAD, NORTH SYRACUSE, NY 13212
TELEPHONE: 800 235 6286 FACSIMILE: 315 452 4396

JPMORGAN CHASE
PAYMENT PROOF
AS OF 12/31/06

TEAM..... 542
ACCOUNT..... 6301428151509
ACCOUNT NAME... BERNARD MADOFF XXX

TOTAL CHECKS PAID PER RECONCILIATION..... +	91,876,277.29
UNPOSTED PAID EXCEPTIONS..... +	.00
TOTAL =	91,876,277.29

CHECKS PAID AS PER DDA.....	91,956,445.09
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CURRENT PERIOD ADJUSTMENTS:

RETURN ITEM CREDITS..... -	80,167.80
CHECK CHARGED TWICE OR IN ERROR..... -	.00
CREDIT ADJUSTMENTS FOR ENCODING ERROR -	.00
SUBTOTAL CREDIT MEMOS..... =	.00
CHECK NOT CHARGED..... +	.00
DEBIT ADJUSTMENTS FOR ENCODING ERROR. +	.00
SUBTOTAL DEBIT MEMOS..... =	.00

FUTURE PERIOD ADJUSTMENTS:

RETURN ITEM CREDITS..... -	.00
CHECK CHARGED TWICE OR IN ERROR..... -	.00
CREDIT ADJUSTMENTS FOR ENCODING ERROR -	.00
SUBTOTAL CREDIT MEMOS..... =	.00
CHECK NOT CHARGED..... +	.00
DEBIT ADJUSTMENTS FOR ENCODING ERROR. +	.00
SUBTOTAL DEBIT MEMOS..... =	.00

ADJUSTED DDA CHECKS PAID TOTAL.....	91,876,277.29
-------------------------------------	---------------

PROOF DIFFERENCE..... +/-	.00
---------------------------	-----

JPMORGANCHASE 5801 EAST TAFT ROAD, NORTH SYRACUSE, NY 13212
TELEPHONE: 800 235 6286 FACSIMILE: 315 452 4396

TEAM.....542
ACCOUNT.....6301428151509
ACCOUNT NAME....BERNARD MADOFF XXX

Return Item Credits Current Period

Date	Check #	Explanation	Amount
121906	180303	DATE PRESENTED RETURN	80,167.80
Total.....			80,167.80
			=====

BANK/ACCT: 802 6301428151509
 COMPANY: BERNARD MADOFF XXX
 OPER/TEAM: 542
 RUN DATE: 12/22/06

ARP/SERVICE MANAGEMENT SYSTEM

DEPT ARP

PAGE: 1

SMS485 /6.1 419
12/23/06 04:25:41

RUN DATE: 12/22/06

SERIAL NUM

AMOUNT

DATE _____

SERIAL NUM

AMOUNT

TE

SERIAL NUM

AMOUNT

DATE _____

169927

60000.00

12/21/05

TOTAL
EXPIRED STOPS

COUNT
1

AMOUNT
60,000.00

*** END OF REPORT - PRINTED 12/23/06 04:51:18 ***

BANK/ACCT: 802 6301428151509
COMPANY: BERNARD MADOFF XXX
OPER/TEAM: 542
RUN DATE: 12/21/06

ARP/SERVICE MANAGEMENT SYSTEM

DEPT ARP

PAGE: 1

SMS485 /6.1 419
12/22/06 04:25:39

EXPIRED STOP REPORT

SERIAL NUM	AMOUNT	DATE	SERIAL NUM	AMOUNT	DATE
169697	5000.00	12/20/05	169760	13000.00	12/20/05
TOTAL		COUNT			
EXPIRED		2		18,000.00	
STOPS					

*** END OF REPORT - PRINTED 12/22/06 04:50:43 ***

DUPLICATE



JPMORGAN CHASE BANK, N.A.
NORTHEAST MARKET
P O BOX 260180
BATON ROUGE LA 70826-0180

July 01, 2008 -
July 31, 2008

Page 1 of 5

Account Number
006301428151509

Customer Service

If you have any questions
about your statement, please
contact your Customer Service
Professional.



00002132 CEN 802 S 21408 - NNN 1 000001363 P5

BERNARD L MADOFF INVESTMENT SECURITIES
ATTN DANIEL BONVENTRE
885 THIRD AVE 18TH FL
NEW YORK NY 10022



Commercial Checking

Summary

	Number	Amount
Opening Ledger Balance		\$0.00
Opening Collected Balance		\$0.00
Deposits and Credits	22	\$102,543,908.67
Withdrawals and Debits	1	\$157,500.00
List Posted Items	1,363	\$102,386,408.67
Checks Paid	0	\$0.00
Ending Ledger Balance		\$0.00
Ending Collected Balance		\$0.00

Activity

Ledger Date	Value Date	Description	Debit	Amount
07/01		OPENING LEDGER BALANCE	*** Balance ***	\$0.00
07/01		OPENING COLLECTED BALANCE	*** Balance ***	\$0.00
07/01		FUNDING XFER FROM 000000140081703 TRN: 0190000229RF		\$2,311,245.48 ✓
07/01		LIST POSTED ITEMS QUANTITY 29	\$2,311,245.48	
07/01		CLOSING LEDGER BALANCE	*** Balance ***	\$0.00
07/01		CLOSING COLLECTED BALANCE	*** Balance ***	\$0.00
07/02		FUNDING XFER FROM 000000140081703 TRN: 0190000240RF		\$3,020,281.00 ✓
07/02		LIST POSTED ITEMS QUANTITY 17	\$3,020,281.00	
07/02		CLOSING LEDGER BALANCE	*** Balance ***	\$0.00
07/02		CLOSING COLLECTED BALANCE	*** Balance ***	\$0.00

Please examine this statement of account at once. By continuing to use the account, you agree that: (1) the account is subject to the Bank's deposit account agreement, and (2) the Bank has no responsibility for any error in or improper charge to the account (including any unauthorized or altered check) unless you notify us in writing of this error or charge within sixty days of the mailing or availability of the first statement on which the error or charge appears.

MADWAA00293779



July 01, 2008 -
July 31, 2008

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Account Number
006301428151509

BERNARD L MADOFF INVESTMENT SECURITIES

Commercial Checking
(continued)

Activity

Ledger Date	Value Date	Description	Debit	Amount
07/03		FUNDING XFER FROM 000000140081703 TRN: 0190000235RF		\$7,016,567.06 ✓
07/03		LIST POSTED ITEMS QUANTITY 150	\$7,016,567.06	
07/03		CLOSING LEDGER BALANCE	*** Balance ***	\$0.00
07/03		CLOSING COLLECTED BALANCE	*** Balance ***	\$0.00
07/07		FUNDING XFER FROM 000000140081703 TRN: 0190000239RF		\$4,798,378.87 ✓
07/07		LIST POSTED ITEMS QUANTITY 115	\$4,798,378.87	
07/07		CLOSING LEDGER BALANCE	*** Balance ***	\$0.00
07/07		CLOSING COLLECTED BALANCE	*** Balance ***	\$0.00
07/08		FUNDING XFER FROM 000000140081703 TRN: 0190000234RF		\$5,138,084.87 ✓
07/08		LIST POSTED ITEMS QUANTITY 124	\$5,138,084.87	
07/08		CLOSING LEDGER BALANCE	*** Balance ***	\$0.00
07/08		CLOSING COLLECTED BALANCE	*** Balance ***	\$0.00
07/09		FUNDING XFER FROM 000000140081703 TRN: 0190000237RF		\$20,130,340.59 ✓
07/09		LIST POSTED ITEMS QUANTITY 130	\$20,130,340.59	
07/09		CLOSING LEDGER BALANCE	*** Balance ***	\$0.00
07/09		CLOSING COLLECTED BALANCE	*** Balance ***	\$0.00
07/10		FUNDING XFER FROM 000000140081703 TRN: 0190000222RF		\$6,690,294.87 ✓
07/10		LIST POSTED ITEMS QUANTITY 113	\$6,690,294.87	
07/10		CLOSING LEDGER BALANCE	*** Balance ***	\$0.00
07/10		CLOSING COLLECTED BALANCE	*** Balance ***	\$0.00
07/11		FUNDING XFER FROM 000000140081703 TRN: 0190000228RF		\$11,392,346.06 ✓
07/11		LIST POSTED ITEMS QUANTITY 173	\$11,392,346.06	
07/11		CLOSING LEDGER BALANCE	*** Balance ***	\$0.00
07/11		CLOSING COLLECTED BALANCE	*** Balance ***	\$0.00
07/14		FUNDING XFER FROM 000000140081703 TRN: 0190000227RF		\$8,790,793.11 ✓
07/14		LIST POSTED ITEMS QUANTITY 111	\$8,790,793.11	
07/14		CLOSING LEDGER BALANCE	*** Balance ***	\$0.00
07/14		CLOSING COLLECTED BALANCE	*** Balance ***	\$0.00
07/15		FUNDING XFER FROM 000000140081703 TRN: 0190000232RF		\$6,044,321.86 ✓
07/15		LIST POSTED ITEMS QUANTITY 108	\$6,044,321.86	
07/15		CLOSING LEDGER BALANCE	*** Balance ***	\$0.00
07/15		CLOSING COLLECTED BALANCE	*** Balance ***	\$0.00
07/16		FUNDING XFER FROM 000000140081703 TRN: 0190000235RF		\$1,719,715.09 ✓
07/16		LIST POSTED ITEMS QUANTITY 44	\$1,719,715.09	
07/16		CLOSING LEDGER BALANCE	*** Balance ***	\$0.00
07/16		CLOSING COLLECTED BALANCE	*** Balance ***	\$0.00

MADWAA00293780



July 01, 2008 -
July 31, 2008

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Account Number
006301428151509

BERNARD L MADOFF INVESTMENT SECURITIES

Commercial Checking

(continued)

Activity

Ledger Date	Value Date	Description	Debit	Amount
07/17		FUNDING XFER FROM 000000140081703 TRN: 0190000223RF		\$4,286,361.10 ✓
07/17		LIST POSTED ITEMS QUANTITY 25	\$4,286,361.10	
07/17		CLOSING LEDGER BALANCE	*** Balance ***	\$0.00
07/17		CLOSING COLLECTED BALANCE	*** Balance ***	\$0.00
07/18		FUNDING XFER FROM 000000140081703 TRN: 0190000221RF		\$6,402,832.76 ✓
07/18		LIST POSTED ITEMS QUANTITY 33	\$6,402,832.76	
07/18		CLOSING LEDGER BALANCE	*** Balance ***	\$0.00
07/18		CLOSING COLLECTED BALANCE	*** Balance ***	\$0.00
07/21		FUNDING XFER FROM 000000140081703 TRN: 0190006557RJ		\$2,990,968.39 ✓
07/21		LIST POSTED ITEMS QUANTITY 33	\$2,990,968.39	
07/21		CLOSING LEDGER BALANCE	*** Balance ***	\$0.00
07/21		CLOSING COLLECTED BALANCE	*** Balance ***	\$0.00
07/22		FUNDING XFER FROM 000000140081703 TRN: 0190006580RJ		\$2,561,146.22 ✓
07/22		LIST POSTED ITEMS QUANTITY 32	\$2,561,146.22	
07/22		CLOSING LEDGER BALANCE	*** Balance ***	\$0.00
07/22		CLOSING COLLECTED BALANCE	*** Balance ***	\$0.00
07/23		FUNDING XFER FROM 000000140081703 TRN: 0190006450RJ		\$1,119,511.63 ✓
07/23		LIST POSTED ITEMS QUANTITY 14	\$1,119,511.63	
07/23		CLOSING LEDGER BALANCE	*** Balance ***	\$0.00
07/23		CLOSING COLLECTED BALANCE	*** Balance ***	\$0.00
07/24		FUNDING XFER FROM 000000140081703 TRN: 0190006342RJ		\$2,106,097.01 ✓
07/24		LIST POSTED ITEMS QUANTITY 22	\$2,106,097.01	
07/24		CLOSING LEDGER BALANCE	*** Balance ***	\$0.00
07/24		CLOSING COLLECTED BALANCE	*** Balance ***	\$0.00
07/25		FUNDING XFER FROM 000000140081703 TRN: 0190006278RJ		\$837,834.54 ✓
07/25		LIST POSTED ITEMS QUANTITY 18	\$837,834.54	
07/25		CLOSING LEDGER BALANCE	*** Balance ***	\$0.00
07/25		CLOSING COLLECTED BALANCE	*** Balance ***	\$0.00
07/28		FUNDING XFER FROM 000000140081703 TRN: 0190006589RJ		\$1,797,852.67 ✓
07/28		RESEARCH ADJ 6167-14JUL08 DEBIT FOR AN ENCODING ERROR POSTED ON 07/08/08. AN ITEM FOR \$175,000.00, DEPOSITED TO YOUR ACCOUNT \$17,500.00. OUR CASE #6167-14JUL08.	\$157,500.00	
07/28		LIST POSTED ITEMS QUANTITY 24	\$1,640,352.67	
07/28		CLOSING LEDGER BALANCE	*** Balance ***	\$0.00
07/28		CLOSING COLLECTED BALANCE	*** Balance ***	\$0.00

MADWAA00293781



July 01, 2008 -
July 31, 2008

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Account Number
006301428151509

BERNARD L MADOFF INVESTMENT SECURITIES

Commercial Checking
(continued)

Activity

Ledger Date	Value Date	Description	Debit	Amount
07/29		FUNDING XFER FROM 000000140081703 TRN: 0190006538RJ		\$936,337.30 ✓
07/29		LIST POSTED ITEMS QUANTITY 18	\$936,337.30	
07/29		CLOSING LEDGER BALANCE	*** Balance ***	\$0.00
07/29		CLOSING COLLECTED BALANCE	*** Balance ***	\$0.00
07/30		FUNDING XFER FROM 000000140081703 TRN: 0190006415RJ		\$1,122,484.76 ✓
07/30		LIST POSTED ITEMS QUANTITY 18	\$1,122,484.76	
07/30		CLOSING LEDGER BALANCE	*** Balance ***	\$0.00
07/30		CLOSING COLLECTED BALANCE	*** Balance ***	\$0.00
07/31		FUNDING XFER FROM 000000140081703 TRN: 0190006340RJ		\$1,330,113.43 ✓
07/31		LIST POSTED ITEMS QUANTITY 12	\$1,330,113.43	
07/31		CLOSING LEDGER BALANCE	*** Balance ***	\$0.00
07/31		CLOSING COLLECTED BALANCE	*** Balance ***	\$0.00

Your service charges, fees and earnings credit have been calculated through account analysis.



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July 31, 2008

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Account Number
006301428151509

BERNARD L MADOFF INVESTMENT SECURITIES

Commercial Checking

(continued)

Stop Payment Renewal Notice

Account Number 006301428151509

Bank Number: 802

The following Stop Payments will automatically renew for a 1-year period. You may revoke a Stop prior to the renewal date by simply returning a signed copy of this form with an 'X' placed next to each item you may wish to revoke. The revoking of stop payments will be effective on the renewal date listed on your statement. To immediately remove a current stop payment, please contact your Customer Service Professional. Please allow 10 - 15 days for mail and processing times. Please ensure that an authorized signature is placed in the space provided and mailed to the return address listed at the bottom of the page. Any stops that are revoked will expire on the renewal date.

Revoke Stop	Sequence Number	Date Entered	Renewal Date	Low Range or Check Number	High Range or Amount
—	0000143	10/12/2007	10/12/2008		
—	0000144	10/15/2007	10/15/2008		
—	0000145	10/16/2007	10/16/2008		
—	0000146	10/18/2007	10/18/2008		
—	0000147	10/19/2007	10/19/2008		

Authorized Signature: _____

Date: _____

BERNARD L MADOFF INVESTMENT SECURITIES
ATTN DANIEL BONVENTRE
885 THIRD AVE 18TH FL
NEW YORK NY 10022

JPMORGAN CHASE BANK, N.A.
NORTHEAST MARKET
P O BOX 260180
BATON ROUGE LA 70826-0180

MADWAA00293783

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EXHIBIT H



Statement of Account

BERNARD L MADOFF
ATTN TONY TILLETNICK
885 THIRD AVENUE 18TH FLOOR
NEW YORK NY 10022-4833

Account No: 140-081703
Statement Start Date: 01 DEC 2000
Statement End Date: 29 DEC 2000
Statement Code: 000-USA-11
Statement No: 012

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|||||

TRANSACTIONS			BALANCES			ENCLOSURES		
Ledger Date	Adj Ledger Date	Value Date	F T	References	Debit	Credit/Balance	Description	
01DEC							OPENING LEDGER BALANCE	0
01DEC							OPENING COLLECTED BALANCE	0
01DEC							INTEREST	
							REF: INTEREST	
							PER TICKET # 001098	
							DEPOSIT CASH LETTER	
							CASH LETTER 0000000281	
							*VALUE DATE: 12/01	
							12/04	
							12/05	
							FEDWIRE CREDIT	
							VIA: MELLON BANK N.A.	
							/043000261	
							B/O: BUCKINGHAM RAF PARTNERS LP	
							NEW YORK NY 10017-6705	
							REF: CHASE NYC/CTR/BBK=BERNARD L MA	
							DOFF NEW YORK NY 10022-4834/AC-0001	
							40081703 BNF=JEROME & ANNE FISH ER/	
							AC-1F015530 40 RFB=07B MELLON PIT B	
							IMAD: 1201D3QC120C001253	
							CHIPS CREDIT	
							VIA: CITIBANK	
							/0008	
							B/O: HERMES WORLD CHF FUND	
							REF: N8BK=BERNARD L MADOFF NEW YORK	
							NY 10022-4834/AC-000140081703 BNF=	
							LAGOON INVESTMENT C ACCOUNT ORG=HER	
							US\$ - FIVE DAY FLOAT	
							USM - MIXED FLOAT	

Ledger Date	Adj Ledger Date	Value Date	F T	References	Debit	Credit/Balance	Description	
-------------	-----------------	------------	-----	------------	-------	----------------	-------------	--

**** Balance ****
**** Balance ****

USD OUR: 00000010981B

USD DEP REF # 281

01DEC USD YOUR: 07B MELLON PIT
OUR: 0104307336FF

01DEC USD YOUR: ATTN BELLES
OUR: 3761600336FC

FT CODE: USD - SAME DAY FUNDS
USN - NEXT DAY FUNDS

US1 - ONE DAY FLOAT
US2 - TWO DAY FLOAT

US3 - THREE DAY FLOAT
US4 - FOUR DAY FLOAT

US5 - FIVE DAY FLOAT
USM - MIXED FLOAT

PLEASE EXAMINE THIS STATEMENT OF ACCOUNT AT ONCE. THE MAINTENANCE OF THIS ACCOUNT IS SUBJECT TO THE PROVISIONS OF THE NEW YORK UNIFORM COMMERCIAL CODE AND CHASE'S TERMS AND CONDITIONS FOR BUSINESS ACCOUNTS AND SERVICES. THE BANK DISCLAIMS RESPONSIBILITY FOR ANY ERROR IN, OR IMPROPER CHARGE TO THE ACCOUNT AS RENDERED UNLESS INFORMED IN WRITING OF THIS ERROR OR CHARGE WITHIN SIXTY DAYS OF THE DELIVERY, MAILING OR AVAILABILITY OF THE STATEMENT CANCELED VOUCHERS. KINDLY REFER TO THE INSTRUCTIONS ON THE REVERSE SIDE OF THIS STATEMENT IN ORDER TO DIRECT YOUR INQUIRIES TO THE PROPER DEPARTMENT FOR PROMPT ACTION.



In US Dollars

Account No: 140-081703
Statement Start Date: 01 DEC 2001
Statement End Date: 31 DEC 2001
Statement Code: 000-USA-11
Statement No: 012

www.elsevier.com/locate/jbiotec

[illegible]

DATE	DESCRIPTION	AMOUNT	ACCOUNT	REFERENCE	STATUS	REMARKS
01 DEC	***** Balance *****	5,641,935.59				OPENING LEDGER BALANCE
01 DEC	***** Balance *****	4,949,112.59				OPENING COLLECTED BALANCE
03 DEC	USD OUR: 00000017181B	1,941.90				INTEREST
03 DEC	USD OUR: 00000014731B	17,062.50				PER: INTEREST TICKET # 001718
03 DEC	USD OUR: 00000014731B	401,132.68				PER: INTEREST TICKET # 001473
03 DEC	USD OUR: 0311902337FF					FEDWIRE CREDIT VIA: BANK OF NEW YORK /021000018 B/O: KOHL FAMILY PARTNERSHIP LP WOODBURY NY 11797-2702 REF: CHASE NYC/CTR/BNK=BERNARD L MA DOFF NEW YORK NY 10022-4834/AC-0001 40081703 BNE-KOHL FAMILY PARTNERSHIP P L P WOODBURY NY 11797-2702/AC-1245 I/MAD: 120381981520089589 FEDWIRE CREDIT VIA: SIGNAL BANK, INC. /096016794 B/O: BUYER H PALMER PLYMOUTH, MN REF: CHASE NYC/CTR/BMF=BERNARD L MA DOFF NEW YORK NY 10022-4834/AC-0001 40081703 RFB-O/B SIGNAL W STP BBI-/ BNF/FDR FINAL CREDIT TO BUYER & FE
03 DEC	USD OUR: 0311902337FF	1,000,000.00				FEDWIRE CREDIT VIA: SIGNAL BANK, INC. /096016794 B/O: BUYER H PALMER PLYMOUTH, MN REF: CHASE NYC/CTR/BMF=BERNARD L MA DOFF NEW YORK NY 10022-4834/AC-0001 40081703 RFB-O/B SIGNAL W STP BBI-/ BNF/FDR FINAL CREDIT TO BUYER & FE
03 DEC	USD OUR: 0311902337FF					FEDWIRE CREDIT VIA: SIGNAL BANK, INC. /096016794 B/O: BUYER H PALMER PLYMOUTH, MN REF: CHASE NYC/CTR/BMF=BERNARD L MA DOFF NEW YORK NY 10022-4834/AC-0001 40081703 RFB-O/B SIGNAL W STP BBI-/ BNF/FDR FINAL CREDIT TO BUYER & FE

PLEASE EXAMINE THIS STATEMENT OF ACCOUNT AT ONCE. THE MAINTENANCE OF THIS ACCOUNT IS SUBJECT TO THE PROVISIONS OF THE NEW YORK UNIFORM COMMERCIAL CODE AND THE BANK'S TERMS AND CONDITIONS FOR BUSINESS ACCOUNTS AND SERVICES. THE BANK DISCLAIMS RESPONSIBILITY FOR ANY ERROR IN THE STATEMENT OF ACCOUNT OR FOR ANY IMPROPER CHARGE TO THE ACCOUNT AS RENDERED UNLESS INFORMED IN WRITING OF THIS ERROR OR CHARGE WITHIN SIXTY DAYS OF THE DELIVERY, MAILING OR AVAILABILITY OF THE STATEMENT AND CANCELLED VOUCHERS. KINDLY REFER TO THE INSTRUCTIONS ON THE REVERSE SIDE OF THIS STATEMENT IN ORDER TO DIRECT YOUR INQUIRIES TO THE PROPER DEPARTMENT FOR PROMPT ACTION.

BERNARD L MADOFF INVESTMENT SECURITIES
ATTN TONY TILLETNICK
885 THIRD AVENUE 18TH FLOOR
NEW YORK NY 10022-4833
CM

Account No:	140-081703
Statement Start Date:	30 NOV 2002
Statement End Date:	31 DEC 2002
Statement Code:	000-USA-11
Statement No:	012

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For [13] we used the following data:

TRANSACTIONS		BALANCES		ENCLOSURES	
		Opening (30 NOV 2002)	Closing (31 DEC 2002)		
257	Total Credits	2,140,578.03		Credits	0
287	Total Debits (incl. checks)	2,139,847.42	1,670,299.53	Debits	0
91	Total Checks Paid	82,400.69	53 Collected	Checks	91

Need to reconcile your accounts as soon as possible? Take advantage of our promotional offer for Internet Statements. Download the statements for your accounts two business days after the statement cycle ends. Search for transactions listed in your statement. Export data as a text or formatted Excel file. Best of all, receive your **first three Internet Statements free of charge**. Please contact your JPMorgan Relationship Manager for further information.

[illegible]

PLEASE EXAMINE THIS STATEMENT OF ACCOUNT AT ONCE. THE MAINTENANCE OF THIS ACCOUNT IS SUBJECT TO THE PROVISIONS OF THE NEW YORK UNIFORM COMMERCE CODE AND THE BANK'S TERMS AND CONDITIONS FOR BUSINESS ACCOUNTS AND SERVICES. THE BANK DISCLAIMS RESPONSIBILITY FOR ANY ERROR IN THE INFORMATION CHARGE TO THE ACCOUNT AS RENDERED UNLESS INFORMED IN WRITING OF THIS ERROR OR CHARGE WITHIN SIXTY DAYS OF THE DELIVERY, MAILING OR AVAILABILITY OF THE STATEMENT AND CANCELED VOUCHERS. KINDLY REFER TO THE INSTRUCTIONS ON THE REVERSE SIDE OF THIS STATEMENT IN ORDER TO EFFECT YOUR INQUIRIES TO THE PROPER DEPARTMENT FOR PROMPT ACTION.

JPMorgan Chase Bank



Statement of Account

CH
BERNARD L MADOFF INVESTMENT SECURITIES
ATTN: TONY TILLENICK
885 THIRD AVENUE 18TH FLOOR
NEW YORK NY 10022-4833

In US Dollars
Account No: 140-081703
Statement Start Date: 29 NOV 2003
Statement End Date: 31 DEC 2003
Statement Code: 000-USA-11
Statement No: 012
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TRANSACTIONS		BALANCES		ENCLOSURES	
		249	3,811,205,678.81	Closing (31 DEC 2003)	
Total Credits					0
Total Debits (incl. checks)		260	3,807,230,735.18		0
Total Checks Paid		28	4,305,505.49		28

End of	App Ledger	Value	Debit	Credit	Debit	Credit
Date	Date					

29 NOV	USD	YOUR: 31Y9973746335		86,713.01		
29 NOV		OUR: 3351003746XP		0.01		
01 DEC				843.84		
01 DEC	USD	OUR: 00000002541B				
01 DEC	USD	OUR: 000000093581B				
01 DEC	USD	OUR: SWF OF 03/12/01				
		OUR: 5703700335FS				
01 DEC	USD	OUR: CSB OF 03/12/01				
		OUR: 0082300335ET				
FT CODE:	USD - SAME DAY FUNDS	USD - NEXT DAY FUNDS	USD - ONE DAY FLOAT	USD - THREE DAY FLOAT	USD - FIVE DAY FLOAT	
	USD - NEXT DAY FUNDS	USD - TWO DAY FLOAT	USD - FOUR DAY FLOAT	USD - MIXED FLOAT		

PLEASE EXAMINE THIS STATEMENT OF ACCOUNT AT ONCE. THE MAINTENANCE OF THIS ACCOUNT IS SUBJECT TO THE PROVISIONS OF THE NEW YORK UNIFORM COM-
MERCIAL CODE AND THE BANK'S TERMS AND CONDITIONS FOR BUSINESS ACCOUNTS AND SERVICES. THE BANK DISCLAIMS RESPONSIBILITY FOR ANY ERROR IN
MERCIAL CODE AND THE BANK'S TERMS AND CONDITIONS FOR BUSINESS ACCOUNTS AND SERVICES. THE BANK DISCLAIMS RESPONSIBILITY FOR ANY ERROR IN
OR AVAILABILITY OF THE STATEMENT AND CANNOT BE HELD RESPONSIBLE FOR ANY SUCH ERROR. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT YOUR ACCOUNT MANAGER.
DIRECT YOUR INQUIRIES TO THE PROPER DEPARTMENT FOR PROMPT ACTION.

PLEASE EXAMINE THIS STATEMENT OF ACCOUNT AT ONCE. THE MAINTENANCE OF THIS ACCOUNT IS SUBJECT TO THE PROVISIONS OF THE NEW YORK UNIFORM COMMERCIAL CODE AND THE BANK'S TERMS AND CONDITIONS FOR BUSINESS ACCOUNTS AND SERVICES. THE BANK DISCLAIMS RESPONSIBILITY FOR ANY ERROR IN THE PROPER CHARGE TO THE ACCOUNT AS RENDERED UNLESS INFORMED IN WRITING OF THIS ERROR OR CHARGE WITHIN SIXTY DAYS OF THE DELIVERY, MAILING OR AVAILABILITY OF THE STATEMENT AND CANCELLED VOUCHERS. KINDLY REFER TO THE INSTRUCTIONS ON THE REVERSE SIDE OF THIS STATEMENT IN ORDER TO DIRECT YOUR INQUIRIES TO THE PROPER DEPARTMENT FOR PROMPT ACTION.

BERNARD L MADOFF INVESTMENT SECURITIES
ATTN TONY TILÉNICK
885 THIRD AVENUE 18TH FLOOR
NEW YORK NY 10022-4833

Account No: 140-081703
Statement Start Date: 01 DEC 2005
Statement End Date: 30 DEC 2005
Statement Code: 000-USA-11
Statement No: 012

In US Dollars

140-081703

01 DEC 2005

30 DEC 2005
000-115A-11012
000-000000-11)

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Good Will, Good Values, Good Customers, Good Jobs, Good

TRANSACTIONS		BALANCES		ENCLOSURES	
		Opening (01 DEC 2005)	Closing (30 DEC 2005)		
Total Credits	200	3,569,237,928.70		Credits	0
Total Debits (incl. checks)	264	3,569,203,682.06	288,971.09	Debits	0
			Ledger		
Total Checks Paid	6	13,500.00	.09	Checks	6
			Collected		
				323,217.73	

Depositor	Adj Ledger	Date	Value	Ref	Balance	Debit	Credit	Balance
Depositor	Adj Ledger	Date	Value	Ref	Balance	Debit	Credit	Balance
01DEC	29NOV	USD		YOUR: 31V9811177335 OUR: 3351019975XP	288,971.09			OPENING LEDGER BALANCE OPENING COLLECTED BALANCE B/V INTEREST ADJUSTMENTS CHANGE IN INTEREST FOR AIP INVESTMENT DATED 11/28/2005 - PREVIOUS AMT: \$1,852.53 CURRENT AMT: \$1,852.56 AIP REFERENCE=31V9811175335 B/V INTEREST ADJUSTMENTS CHANGE IN INTEREST FOR AIP INVESTMENT DATED 11/29/2005 - PREVIOUS AMT: \$4,200.51 CURRENT AMT: \$4,200.54 AIP REFERENCE=31V9811176335 B/V INTEREST ADJUSTMENTS CHANGE IN INTEREST FOR AIP INVESTMENT DATED 11/30/2005 - PREVIOUS AMT: \$1,997.26 CURRENT AMT: \$1,997.29 AIP REFERENCE=31V9811177335 B/V INTEREST ADJUSTMENTS CHANGE IN INTEREST FOR AIP INVESTMENT DATED 11/21/2005 - PREVIOUS AMT: \$1,613.81 CURRENT AMT: \$1,656.30 AIP REFERENCE=31V9811171335
01DEC	30NOV	USD		YOUR: 31V9811177335 OUR: 3351019980XP	.03			
01DEC		USD		YOUR: 31V9811177335 OUR: 3351019981XP	.03			
01DEC	22NOV	USD		YOUR: 31V9811171335 OUR: 3351019975XP	42.49			

FT CODE:	USD - SAME DAY FUNDS USDN - NEXT DAY FUNDS	US\$1 - ONE DAY FLOAT US\$2 - TWO DAY FLOAT	US\$3 - THREE DAY FLOAT US\$4 - FOUR DAY FLOAT	US\$5 - FIVE DAY FLOAT US\$M - MIXED FLOAT

PLEASE EXAMINE THIS STATEMENT OF ACCOUNT AT ONCE. THE MAINTENANCE OF THIS ACCOUNT IS SUBJECT TO THE PROVISIONS OF THE NEW YORK UNIFORM COMMERCIAL CODE AND THE BANK'S TERMS AND CONDITIONS FOR BUSINESS ACCOUNTS AND SERVICES. THE BANK DISCLAIMS RESPONSIBILITY FOR ANY ERROR IN ACCOUNTING OR IMPROPER CHARGE TO THE ACCOUNT AS RENDERED UNLESS INFORMED IN WRITING OF THIS ERROR OR CHARGE WITHIN SIXTY DAYS OF THE DELIVERY, MAILING OR AVAILABILITY OF THE STATEMENT, AND CANCELLED VOUCHERS. KINDLY REFER TO THE INSTRUCTIONS ON THE REVERSE SIDE OF THIS STATEMENT IN ORDER TO DIRECT YOUR INQUIRIES TO THE PROPER DEPARTMENT FOR PROMPT ACTION.



Statement of Account

JP Morgan Chase Bank, N.A.

In US Dollars
Account No: 140-081703
Statement Start Date: 01 DEC 2006
Statement End Date: 29 DEC 2006
Statement Code: 000-USA-11
Statement No: 012
Page 1 of 68

CH
BERNARD L MADOFF INVESTMENT SECURITIES
ATTN: TONY TILLET
885 THIRD AVENUE 18TH FLOOR
NEW YORK NY 10022-4833

|||||

TRANSACTIONS				BALANCES				ENCLOSURES			
Total Credits	206	12,286,195,100.58		Opening (01 DEC 2006)		Closing (29 DEC 2006)		Credits		0	
Total Debits (incl. checks)	256	12,286,410,245.18		Ledger	609,844.65	Ledger	394,700.05	Debits		0	
Total Checks Paid	4	9,000.00		Collected	.65	Collected	.05	Checks		4	

Ledger		Account		Value		Reference		Debit		Credit		Balance		Description	
Date		Date		Date											
01 DEC									****	Balance	****	609,844.65			OPENING LEDGER BALANCE
01 DEC									****	Balance	****	0.65			OPENING COLLECTED BALANCE
01 DEC												2,058.00			AIP INTEREST PAYMENT
															INTEREST ON PRINCIPAL OF
															\$15,729,915.00 AT AIP RATE=04.71%
															FOR AIP INVESTMENT DATED 11/30/06
															AIP REFERENCE=31Y9998654334
															EFFECTIVE YIELD=04.82% EFFECTIVE
															YIELD REFLECTS COMPOUNDING OF
															INTEREST
															DEPOSIT - CASH LETTER
															CASH LETTER 0000002257
															*VALUE DATE: 12/01
															12/04
															12/05
															CHIPS CREDIT
															VIA: BANK OF NEW YORK
															/0001
															9/0: JPMORGAN CHASE BANK N.A.
															1-212-635-6790
															REF: NBBK-BERNARD L MADOFF NEW YORK
															NY 10022-6834/AC-00000001400 BNF=
															THE YOUNG FAMILY PARTNERS, LLC SOL 8
															BETTY YOUNG MANAGERS/AC-Y-00008-3 0
															SSN: 0291852
															FEDWIRE CREDIT
															VIA: WACHOVIA BANK NA
															US\$ - FIVE DAY FLOAT
															US\$ - MIXED FLOAT
															US3 - THREE DAY FLOAT
															US4 - FOUR DAY FLOAT
															US1 - ONE DAY FLOAT
															US2 - NEXT DAY FUNDS
															USD - SAME DAY FUNDS
															USN - NEXT DAY FUNDS
															FT CODE:

JPMorganChase

JPMORGAN CHASE BANK, N.A.
NORTHEAST MARKET
P O BOX 260180
BATON ROUGE, LA 70826-0180

00000043 CEN 802 7 00109 NNN 1 000000001 H1 0000
BERNARD L MADOFF INVESTMENT SECURITIES
ATTN TONY TILITNICK
885 THIRD AVE 18TH FL
NEW YORK NY 10022-4833

November 29, 2008 -
December 31, 2008

Page 1 of 25

Account Number
000000140081703

Customer Service

If you have any questions
about your statement, please
contact your Customer Service
Professional.



Commercial Checking

Summary

	Number	Amount
Opening Ledger Balance		\$560,000.60
Opening Collected Balance		\$.60
Deposits and Credits	122	\$3,219,564,477.98
Withdrawals and Debits	71	\$2,990,715,212.29
Checks Paid	1	\$2,000.00
Ending Ledger Balance		\$229,407,266.29
Ending Collected Balance		\$229,407,266.29

Activity

Ledger Date	Value Date	Description	Debit	Amount
11/29		OPENING LEDGER BALANCE	*** Balance ***	\$560,000.60
11/29		OPENING COLLECTED BALANCE	*** Balance ***	\$.60
12/01		RETURN OF PRINCIPAL - END-OF-DAY SWEEP		\$10,871,514.00
		JPMORGAN CHASE & CO COMMERCIAL PAPER		
		CPSWP112808, TRN: 3332003179XN		
		YOUR REF: 31Y9996772333		
12/01		CHIPS CREDIT VIA THE BANK OF NEW YORK		\$150,000,000.00
		MELLON:0001 B/O BERNARD L MADOFF INVESTMENT		
		NEW YORK, NY 10022 REF: NBNF=BERNARD L		
		MADOFF NEW YORK NY 10022-4834/AC-000000001400		
		ORG=/8661126621 NEW YORK, NY 10022 SSN: 0222435		
		TRN: 4372200336FC		
		YOUR REF: CHASE		

Please examine this statement of account at once. By continuing to use the account, you agree that: (1) the account is subject to the Bank's deposit account agreement, and (2) the Bank has no responsibility for any error in or improper charge to the account (including any unauthorized or altered check) unless you notify us in writing of this error or charge within sixty days of the mailing or availability of the first statement on which the error or charge appears.

JPMSAB0004065

EXHIBIT I

BERNARD L. MADOFF

62-26
311

815-09

112410

10/11 2000

PAY TO THE ORDER OF JAMES GREIFF

*161596.61

090121494 404 01 3446 3469

EXACTLY **161,596 DOLLARS 56 CENTS

DOLLARS

Chase Manhattan Bank Delaware
1201 Market Street
Wilmington, DE 19801

BERNARD L. MADOFF

FOR 1-78324-3

BY

⑈00112410⑈ ⑆031100267⑆ 6301428451 509⑈

⑈0016159661⑈

BERNARD L. MADOFF

62-26
311 2815-09

91878

4/13/99

520148761

PAY TO THE ORDER OF JAMES GREIFF

\$ 376577.93

EXACTLY **376,577 DOLLARS 93 CENTS

480449540 404 BERNARD L. MADOFF DOLLARS

Chase Manhattan Bank Delaware
1201 Market Street
Wilmington, DE 19801

1-7B324-3

FOR

BY

⑈00091878⑈ ⑆031100267⑆ 6301428151 509⑈

⑈0037857793⑈

BERNARD L. MADOFF

62-26
311

-815-09

1011146

1/06/00

PAY TO THE ORDER OF JAMES GREIFF

030174638

*286170.89

\$

EXACTLY **286,170 DOLLARS 589 CENTS

DOLLARS

Chase Manhattan Bank Delaware
1201 Market Street
Wilmington, DE 19801

BERNARD L. MADOFF

1-ZB324-3

FOR

BY

1011146 0000002671 6301428151 5091

0000002671 6301428151 5091

62-26
311

2815-08

BERNARD L. MADOFF

107600

4/07 20 00

PAY TO THE ORDER OF JAMES GREIFF

\$404300.86

120288492

EXACTLY **404,300 DOLLARS 86 CENTS

DOLLARS

BERNARD L. MADOFF

Chase Manhattan Bank Delaware
1201 Market Street
Wilmington, DE 19801

FOR 1-78324-3

BY



⑈00107600⑈⑈031100267⑈ 6101128151 509⑈ ⑈0040430086⑈

BERNARD L. MADOFF

62-26
311

2815-09

110031

7/07 20 00

PAY TO THE ORDER OF JAMES GREIFF

*184974.90

100152333 404 01 3281

EXACTLY **184,974 DOLLARS 90 CENTS

DOLLARS

Chase Manhattan Bank Delaware
1201 Market Street
Wilmington, DE 19801

120300979

BERNARD L. MADOFF

1-ZB324-3

FOR

By *[Signature]*

⑈00110031⑈ ⑈031100267⑈ 6301428151 509⑈

⑈0018497490⑈

MADWAA00248970